

ME 26-03-99

06-25-1999

FORM PTO-1584

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

1-31-92

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

James Moy

- Individual(s)
- General Partnership
- Corporation
- Other:

- Association
- Limited Partnership

Additional name(s) of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:

- Merger
- Change of Name

Effective Date: June 26, 1998

2. Name and address of receiving party(ies):

Name: Goosebumps Products, Inc.
Address: 170 Lyman Road, Suite 112
Casselberry, Florida 32707

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)
Additional name(s) & address(s) attached: Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,645,767
1,867,954

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Yvonne K. Tran
Address: KENYON & KENYON
One Broadway
New York, New York 10004

6. Total number of applications and registrations involved: 2

7. Total fee (37 C.F.R. 3.41) \$65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 11-0600

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

YVONNE K. TRAN
Name of Person Signing

Yvonne K. Tran
Signature

June 16, 1999
Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington DC 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0605-0011), Washington, D.C. 20503

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Assignment") from JAMES MOY, an individual having an address at 135-07 63rd Avenue, Flushing, New York 11367-1010 ("Assignor") to GOOSEBUMPS PRODUCTS, INC., a corporation organized and existing under the laws of the State of Florida having an address at 170 Lyman Road, Suite 112, Casselberry, Florida 32707 ("Assignee") is effective as of the date last written below.

WITNESSETH:

WHEREAS, Assignor owns all right, title and interest in and to (i) United States Trademark Registration No. 1,645,767 for the mark HAPPY FEET for "liquid solution for controlling foot odor" and United States Trademark Registration No. 1,867,954 for a miscellaneous design for "liquid solution for controlling foot odor" (collectively, the "Registrations"); (ii) the marks which are the subject of the respective Registrations (collectively, the "Marks"); (iii) all common law rights relating to such Marks and Registrations, and (iv) all goodwill symbolized by such Marks, Registrations and common law rights (collectively hereinafter (i), (ii), (iii) and (iv) are referred to as the "Property");

WHEREAS, Assignor acquired the Property by virtue of that certain Trademark Assignment dated June 10, 1998 from Modern Industries, Inc., a corporation organized and existing under the laws of the State of Minnesota having an address at P.O. Box 4001, Hastings, Minnesota 55033 ("Modern") (hereinafter, the "Modern Assignment," a true copy of which is attached hereto as Exhibit A); and

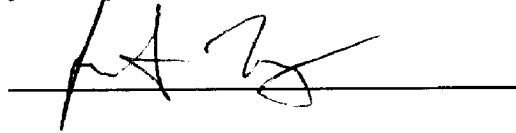
WHEREAS, Assignee wishes to acquire from Assignor, and Assignor wishes to assign to Assignee, all of Assignor's right, title and interest in and to (i) the Property, together with the right to recover for the past, present and future infringement thereof, and (ii) the Modern Assignment.

NOW, THEREFORE, to all whom it may concern, be it known that in exchange for good and valuable consideration, the receipt and sufficiency of which Assignor

hereby acknowledges, Assignor does by these presents hereby assign, sell, transfer, convey and bequeath unto Assignee his entire right, title and interest in and to (i) the Property, together with the right to recover for the past, present and future infringement thereof, and (ii) the Modern Assignment.

Assignor agrees to execute and deliver at the request of Assignee, without further consideration, all documents necessary to effectuate the Assignment set forth herein.

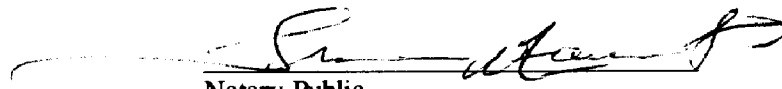
JAMES MOY



Dated: June 17, 1998

STATE OF NEW YORK)
) ss.:
COUNTY OF QUEENS)

On this 17 day of JUNE, 1998, before me personally appeared JAMES MOY, to me known and known to me to be the _____ of the above-named entity, who duly acknowledged the signing of the foregoing instrument to be a voluntary act and deed, and who executed the same, with full power and authority to do so on behalf of and with the authorization of the above-named entity, and for the purposes therein specified.

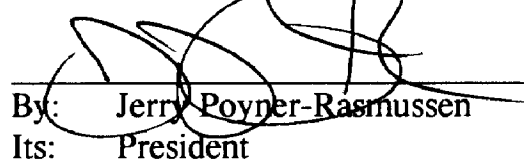


Notary Public

SIMON MANSUETO
NOTARY PUBLIC, State of New York
No. 41-4692034
Qualified in Queens County
Commission Expires Dec. 31, 1999

GOOSEBUMPS PRODUCTS, INC.

Dated: June 26, 1998



By: Jerry Poyner-Rasmussen
Its: President

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