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**RECORDATION
COVER SHEET**



Attorney Docket No.
D335.22-0022

U.S. Patent & TMO/c/TM Mail Rpt Dt. #66

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

1. Name of conveying party:
Value Vision Direct Marketing Co., Inc.

Individual(s) Association

General Partnership Limited Partnership

Corporation-Minnesota Other

Additional name(s) of conveying party(ies) attached? Yes No

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

Name: Damark International, Inc.

Internal Address: _____

Street Address: 7101 Winnetka Avenue North

City Minneapolis State MN ZIP 55428

3. Nature of Conveyance:

Assignment Merger Security Agreement

Change of Name Other _____

Execution Date: August 2, 1999

Individual(s) Citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-Minnesota

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4A. Application No.(s)

Additional numbers attached? Yes No

4B. Registration No.(s)

1,802,397

Additional numbers attached? Yes No

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

Name: James L. Young

KINNEY & LANGE, P.A.

Street Address: THE KINNEY & LANGE BUILDING

312 South Third Street

City: Minneapolis State: MN ZIP 55415-1002

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

8. Method of Payment

Enclosed

The Commissioner is authorized to charge payment of any additional recording fees or credit any overpayment to deposit account No. 11-0982.

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01-FC-481 (40.00 DP)

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.

James L. Young
Name of Person Signing

[Signature]
Signature

August 9, 1999
Date

Total number of pages including cover sheet, attachments and document: [2]



08-12-1999

U.S. Patent & TMOs/TM Mail RcptDt. #66

Service Mark

ASSIGNMENT

Value Vision Direct Marketing Co., Inc. has an office and principal place of business at 6740 Shady Oak Road, Eden Prairie, MN 55344, is a Minnesota corporation (herein "Value Vision"), and acquired the mark KALEIDOSCOPE which is registered in the United States Patent and Trademark Office, Registration No. 1,802,397, granted November 2, 1993.

Damark International Inc., has an office and principal place of business at 7101 Winnetka Avenue North, Minneapolis, MN 55428, is a Minnesota corporation (herein "Damark") and desires to acquire Value Vision's entire right, title and interest in and to the above-identified mark and registration.

For good and valuable consideration, the receipt and adequacy of which are acknowledged, Value Vision assigns to Damark Value Vision's entire right, title and interest in and to the mark, together with the goodwill of the business associated with the mark, and the above-identified U.S. registration.

Value Vision Direct Marketing Co., Inc.

By: Ed. G. P... ..
(Signature)

Date: 8-2-99

Edwin G. Poehlmann
(Printed Name)

Vice President
(Title)

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

Subscribed and sworn to before me, a Notary Public, this 2nd day of August, 1999.

Christine M. Forshtay
Notary Public

(SEAL)

-EXHIBIT A-

