

11-01-1999



Tab settings

To the Honorable Commissioner of Patents and

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original documents or copy thereof.

1. Name of conveying party(ies):

BUDDY L TOY COMPANY INC.

M.R.D. 11-1-99

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other

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

2. Name and address of receiving party(ies)

Name: EMPIRE MANUFACTURING, INC.

Internal Address: 5th Floor

Street Address: 5150 Linton Boulevard Delray Beach, FL 33484

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, 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(es) attached? Yes No

3. Nature of conveyance:

- Assignment, Security Agreement, Merger, Change of Name

Other Correction of assignment erroneously filed against Reg. No. 1,725,918, not owned by

Execution Date: 1/7/95 assignor

Reel 1403 frame 0142

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

ATTORNEY DOCKET NO.: 2030-1434

A. Trademark Application No.(s)

TM

B. Trademark Registration No.(s)

Please correct to: 1,851,137

Additional numbers attached? Yes No

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

LAFF, WHITESEL & SARET, LTD.

ATTORNEYS AT LAW 401 NORTH MICHIGAN AVENUE CHICAGO, ILLINOIS 60611-4212

Direct Telephone Calls to: Judith L. Grubner at telephone No. (312) 661-2100. Fax (312) 661-0029

CERTIFICATE OF MAILING (Fed Ex)

I hereby certify that this correspondence is being deposited with the United States Postal Service as first-class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231 on

Date: 10/30/99 Judith L. Grubner TYPED NAME: Judith L. Grubner

6. Total number of applications and registrations involved: 1

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number: 12-0064

(Attach duplicate copy of this page if paying by deposit account)

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.

Judith L. Grubner Name of Person Signing

Judith L. Grubner Signature

10/30/99 Date

Total number of pages including cover sheet, attachments, and document: 19



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To the Honorable Commissioner of Patents and Trademarks

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Buddy L Toy Company Inc.

- Individual(s)
- General Partnership
- Corporation-State of Delaware
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: July 14, 1995

2. Name and address of receiving party(ies)

Name: **Empire Manufacturing, Inc.**

Internal Address: **5th Floor**

Street Address: **5150 Linton Boulevard
Delray Beach, Florida 33411**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Delaware
- Other

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

(Designations must be a separate document from assignment)

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

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

ATTORNEY DOCKET NO.: 2030-671

A. Trademark Application No.(s)

74/233,232 74/474,490 74/586,475
 74/359,390 74/503,149 74/618,640
 74/64,128 74/514,275
 74/65,431 74/525,432

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

(see attachment)

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

LAFF, WHITESEL, CONTE & SARET, LTD.

ATTORNEYS AT LAW

401 NORTH MICHIGAN AVENUE
CHICAGO, ILLINOIS 60611-4212

Direct Telephone Calls to: Richard P. Gilly, Esq.

at telephone No. (312) 661-2100. Fax (312) 661-0029

CERTIFICATE OF MAILING

hereby certify that this correspondence is being deposited with the United States Postal Service as first-class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231 on

Date: October 19, 1995

TYPED NAME: Dan Scanlan

6. Total number of applications and registrations involved: 95

7. Total fee (37 CFR 3.41).....\$ 2,390.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 12-0064

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

3. 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.

Richard P. Gilly
Name of Person Signing

Signature

October 19, 1995

Date

Total number of pages including cover sheet, attachments, and document: 6

**Recordation of the Corporate Name Change
of Buddy L Toy Company Inc. to
Empire Manufacturing, Inc.**

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>
ALL-STAR HOCKEY	1,851,137
BIG BRUISER	1,336,899
"BIG BRUTE" (Stylized letters)	1,329,799
BITSY BUDDYS	1,755,511
BITSY BUDDYS	1,803,817
BLACK SNOW	1,569,881
BLACK SNOW	1,603,878
BRUTE	866,228
BRUTE	1,051,966
BUDDIES	1,034,936
BUDDY (Stylized letters)	1,346,483
BUDDY L	1,862,973
BUDDY L	1,060,393
BUDDY L and Design	826,380
BUDDY L and Design	1,100,279
BUDDY L and Design	1,189,450
CAR COME BACK and Design	1,296,455
COLOR PUFFS (Stylized letters)	1,587,994
COOL SUMMER RESORT	1,669,560
CRASH-EM UPS (Stylized letters)	1,364,658
DOUBLE DUNK	1,769,382
DUMPIN' DIGGER	1,855,313
EASY-WRITER	1,115,708
EASY-WRITER	1,516,521
EXCLUSIVELY YOURS FROM SLM AND MOTHER NATURE	1,763,748
FAZER and Design	1,720,441
FILL 'N SWIM	1,079,966
FLYING BUDDYS	1,116,122
FORMULA RACER	1,456,645
GOOD BUDDY	1,069,874
GROWLERS	1,739,145
HARLEY-DAVIDSON MOTOR CYCLES and Design	1,725,918
HOP SKIP'N CLIP	1,739,142
ITSY BITSY BUDDYS	1,751,399
JR. AIRBRUSH	1,829,900

TRADEMARK**REGISTRATION NO.**

KISSIN' BUDDY	1,660,174
LIL BRUTES	1,114,581
LIL BUDDYS	1,090,070
L'IL MISS	1,760,034
MAGICAL MOVIN' PICTURES	1,763,012
MILITARY FORCE	1,849,462
MR. TURTLE (Stylized letters)	1,187,843
MY BUDDY (Stylized letters)	1,351,905
MY FIRST BUDDYS (Stylized letters)	1,448,706
NO TRACK TO HOLD YOU BACK	1,832,325
POWER DRIVERS and Design	1,314,851
RAINBOW MAGIC	1,790,522
RESCUE FORCE	1,704,296
REV'EM UP RACER	1,208,646
RIG RACERS	1,795,946
ROCK-IT STROBE	1,760,038
RUMBLER	1,717,145
SIT-N-RIDE	791,332
SITES 'N SOUNDS	1,769,380
SLAP SHOT	1,896,315
SNO-BLOC MAKER	1,046,038
SNO-HOG and Design	1,775,284
SNO-JET (Stylized letters)	796,701
SONIC CITY	1,751,962
SONIC CITY	1,813,023
SONIC EARTH MOVERS	1,704,318
SONIC FORCE	1,800,172
SONIC HAULER	1,725,951
SPINAROO (Block letters)	1,344,789
SPLASH N SLAM	1,742,384
SPLASH "N" SPIKE	1,710,810
STREET REBELS	1,843,778
"SUPER BRUTE" (Stylized letters)	1,329,798
SUPER QUAD	1,870,652
SURF & TURF TEAM	1,740,620
TALK TO ME PONY	1,765,320
TALKIN' CAMERA	1,859,327
TERRIFIERS (Stylized letters)	1,348,293
THUNDER MAXX	1,752,699
THUNDER RIDER (Stylized letters)	1,814,495
THUNDERTUBE	1,699,238
TOW TEAM (Stylized letters)	1,338,173
WATER WACKERS	1,841,401

TRADEMARK

REGISTRATION NO.

WATER WORKS	1,725,943
WISE ACES	1,669,566
WRESTLING BUDDIES	1,676,388
WRIST SHOT	1,737,715
ZAP	1,668,618
ZIP WHEELS and Design	1,278,130
ZIPPER	1,114,579

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BUDDY L TOY COMPANY INC.", CHANGING ITS NAME FROM "BUDDY L TOY COMPANY INC." TO "EMPIRE MANUFACTURING, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JULY, A.D. 1995, AT 4:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7663520

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950227351

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REEL: 001951 FRAME: 0945

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF

BUDDY L TOY COMPANY INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is BUDDY L TOY COMPANY INC.

2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following:

"FIRST: The name of the Corporation is Empire Manufacturing, Inc."

3. The amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

July 14, 1995

/s/ Jack Becker
Jack Becker
Assistant Secretary

P:\WORK\TES\FORMS\BRPCDA

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 07/14/1995
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