

10-25-99

PTO 594
1-31-92

10-25-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Correct



101180725

attached original documents or copy thereof.

To the Honorable Commission

1. Name of conveying party(ies):

Spearhead Industries, Inc.

- Individual(s)
- General Partnership
- Corporation-Minnesota
- Other
- Association
- Limited Partnership

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

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other: CORRECTIVE ASSIGNMENT to correct a typographical error resulting in an incorrect serial no. The Assignment was recorded on June 8, 1992 at Reel 0875, Frame 0233.
- Merger
- Change of Name

Execution Date: April 30, 1992

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

Spearhead Holdings, Inc.
1105 North Market Street, Suite 1300
Wilmington, Delaware 19801

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation: Delaware
- 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) & addresses attached? Yes No

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

A. Trademark Application No.(s):

B. Trademark Reg. No.(s): 1,754,024

Additional numbers attached Yes No

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

Stephen J. Meyers, Esq.
Seidel, Gonda, Lavorgna & Monaco, P.C.
Suite 1800 Two Penn Center Plaza
Philadelphia, PA 19102

Attorney Docket No. 9445-AFF

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: 19-1135

DO NOT USE THIS SPACE

9. 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.

STEPHEN J. MEYERS
Name of Person Signing

Signature

19 October 1999
Date

Total number of pages including cover sheet, attachments and document: 9

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, D.C. 20231

10/25/1999 MTHA11 00000008 191135 1754024

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TRADEMARK
REEL: 001979 FRAME: 0036

NUNC PRO TUNC

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, SPEARHEAD INDUSTRIES, INC. a Minnesota corporation of 9971 Valley View Road, Eden Prairie, Minnesota 55344 (hereinafter "SII"), has adopted and is using trademarks which are both registered and pending registration in the United States Patent and Trademark Office as set forth on annexed Schedule A (hereinafter collectively referred to as the "Trademarks");

WHEREAS, SPEARHEAD HOLDINGS, INC. a Delaware corporation of 1105 North Market Street, Suite 1300, Wilmington, Delaware 19801 (hereinafter "SHI") on or about December 31, 1991 did acquire all right, title and interest in and to the Trademarks, including any existing and/or future choses in action relating to said Trademarks, together with the goodwill of the business symbolized by the Trademarks; and

WHEREAS, the parties desire that this Assignment of the Trademarks be made a matter of record in the United States Patent and Trademark office.

NOW, THEREFORE, for One Dollar (\$1.00) and other good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, SII did sell, assign, transfer and convey unto SHI on or about December 31, 1991, all of its right, title and interest in and to each of the aforesaid Trademarks, including any existing and/or future choses in action relating to said

REEL 0875 FRAME 235

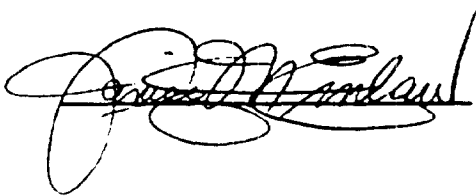
TRADEMARK

Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademarks together with the goodwill of the business symbolized by the Trademarks, and including the registrations and pending applications for registration thereof as set forth on annexed Schedule "A", and further, SII hereby covenants, agrees and undertakes to execute whenever requested by SHI, all application, assignments, lawful oaths and any other papers which SHI may deem necessary or desirable for securing to SHI or for maintaining for SHI all the Trademarks hereby acknowledged to have been assigned, and the choses in action as aforementioned therefor, all without further compensation to SII.

IN WITNESS WHEREOF, SII has caused these presents to be signed and sealed by its duly authorized representative the 30th day of April 1992.

[Corporate Seal]

Attest:



SPEARHEAD INDUSTRIES, INC.

a Minnesota Corporation

By:


Dennis C. Miller,
Vice President - Finance

REEL 0875 FRAME 236

TRADEMARK

COMMONWEALTH OF PENNSYLVANIA :

County of *Lackawanna* : ss
:

On this 30 day of April, 1992, before me personally appeared Dennis C. Miller, to me personally known, who, being duly sworn, did say that he was Vice President - Finance of Spearhead Industries, Inc., a Minnesota corporation which executed the foregoing instrument; and that said instrument was signed on behalf of the corporation by authority of its Board of Directors; and that he acknowledges the instrument to be the free deed and act of said corporation for the purposes therein set forth and intending that this instrument be recorded.

Paula Ann Thompson

NOTARY PUBLIC

NOTARY PUBLIC
PAULA ANN THOMPSON, NOTARY PUBLIC
SCRANTON, LACKAWANNA COUNTY
MY COMMISSION EXPIRES OCT. 13, 1992
Member, Pennsylvania Association of Notaries

00875 FRAME 237

TRADEMARK

SCHEDULE A

<u>TRADEMARKS - U.S.A.</u>	<u>Registration/Serial No.</u>	<u>Date Filed</u>
Airheads	1,523,665	2-07-89
Avenger	1,238,587	5-17-83
Bath Tub Bakery	1,521,102	1-17-89
Bath Tub Barber	1,521,101	1-17-89
Bed 'N Basket	1,611,400	8-28-90
Big Foot	1,127,053	11-27-79
Blossom's Easter-Purse	1,612,185	9-04-90
Bone Head	1,231,173	3-15-83
Bosley	1,238,980	5-17-83
Britches Bunny	1,610,663	8-21-90
Bunny Mates	1,533,363	4-04-89
Christmas Kids	1,112,273	1-30-79
Cloneheads	1,270,841	3-20-84
Coloring Cube	1,431,290	3-03-87
Cosmic Cowboys	1,454,487	9-25-87
Creature Features	1,464,709	11-10-87
Credit Union Advantage	1,158,074	6-23-81
Creepy Creature	1,235,341	4-19-83
Cris Kringle	1,366,820	10-22-85
Decoregger (Cwayna has)	970,678	10-16-73
Design-an-Egg	1,277,519	5-08-84
Dip-an-Egg	1,234,065	4-05-83
Dr. Una's (copy)	1,044,607	7-27-76
Dudley (Philmon & Hart)	1,131,104	2-19-80
Dudley (Spearhead)	1,363,982	10-08-85
Dudley's	1,101,859	9-12-78
Dudley's Eastertime Products	1,178,739	11-24-81
Easter Pals	1,523,655	2-07-89
Egg Dazzlers	1,343,703	6-25-85
Eggbert	1,358,212	9-03-85
Elwood Egg	1,119,035	5-29-79
Freakie Frog	1,209,815	9-21-82
Fuzzy Friend	1,529,836	3-14-89
Ghoulery	1,631,744	1-15-91
Glow'n Faces	1,494,756	7-05-88
Goofy Gags	1,269,853	3-13-84
Henchman	1,288,003	7-31-84
Homeless Hounds	1,434,052	3-24-87
Howly Owl	1,244,665	7-05-83
Hunting Hawk	1,186,956	1-19-82
Ishy Bat	1,114,092	2-27-79
Ishy Bat	1,248,410	8-16-83

REEL 0875 FRAME 238

TRADEMARK

<u>TRADEMARKS - U.S.A.</u>	<u>Registration/Serial No.</u>	<u>Dated Filed</u>
Klara Klucker	1,119,034	5-29-79
Kooky Klown	1,214,933	10-02-82
Kooky Spooks (copy)	1,183,863	12-29-81
Kooky Spooky Wooky (copy)	1,114,091	2-27-79
Little Piggy	1,615,013	9-25-90
Lots-A-Looks	1,495,230	7-05-88
Magic Colors	1,521,810	1-24-89
Party Time	1,410,695	9-23-86
Phantom	1,239,565	5-24-83
Rainbow Drops	1,396,755	6-10-86
Safe-T-Bright Colors	1,291,190	8-21-84
Scardy Cat	1,118,779	5-22-79
Scardy Cat	1,251,703	9-20-83
Scarey Spider	1,210,612	9-28-82
Scream'n-Owl	1,189,490	2-09-82
Screamers	1,430,418	2-24-87
Shake-an-Egg	1,101,115	9-05-78
Shake 'N Dazzle	1,616,865	10-09-90
Skwishy	1,598,089	5-29-90
Spacey Casey	1,248,412	8-16-83
Sparkle Eggs	1,496,888	7-19-88
Spooky Sounds	1,614,466	9-18-90
Spooky Wooky (copy)	1,131,747	3-11-80
Squeeze 'N Squeak	1,525,899	2-21-89
Stuffie	1,521,974	1-24-89
Sugar 'N' Spice	1,609,907	8-14-90
Swirl-an-Egg	1,224,740	1-25-83
Technifaces	1,267,302	2-14-84
Tedley Toad	1,112,267	1-30-79
The Dimensionals	1,518,072	12-27-88
Tub Stuf	1,590,429	4-10-90
Tub Tooz	1,594,443	5-01-90
Tub Tubbles	1,590,365	4-03-90
Tubby Scrubbies	1,576,574	1-09-90
Tucker E. Bunny	1,454,486	9-25-87
Ultra Floss	1,141,569	11-18-88
U-Turn	1,189,489	2-09-82
Walk-Along Friends	1,523,656	2-07-89
What Knots	1,458,499	9-22-87
Woblin Goblin	1,276,235	5-01-84
Woeful Wabbit	1,608,383	7-31-90
Wonder Witch	1,248,411	8-16-83
X-Force	1,476,067	2-09-88

REEL 0875 FRAME 239

TRADEMARK

TRADEMARKS - U.S.A.

Registration/Serial No.

Date Filed

ColorRings	Sn 096,657	9-20-90 Filed
Dazzlin' Eggs	Sn 098,777	9-20-90 Filed
Eggs on Wheels	Sn 114,789	11-13-90 Filed
Flashers	Sn 168,379	5-20-91 Filed
Lite-Stik	Sn 013,621	12-26-89 Filed
Wobblers	Sn 114,753	11-13-90 Filed

REEL 0875 FRAME 240

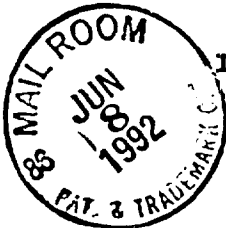
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TRADEMARK
REEL: 001979 FRAME: 0042

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Assignment of United States Trademarks from Spearhead Industries, Inc. to Spearhead Holdings, Inc.

Suite 720, 1601 Market Street
Philadelphia, Pa. 19103

Docket No. The Paper Magic Group, Inc. 1-J

Dated: June 4, 1992

CERTIFICATE OF MAILING

OF

1. Cover Letter to Commissioner in duplicate;
2. Nunc Pro Tunc Assignment of United States Trademarks
3. Check for \$3,600.00; and
4. Postcard

REEL 0875 FRAME 233

TRADEMARK

Certificate of Mailing

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, Washington, D.C. 20231, on the date appearing below.

Name of Applicant, Assignee, Applicant's Attorney or Registered Representative:

CHARLES N. QUINN
Dann, Dorfman, Herrell & Skillman
Suite 720
1601 Market Street
Philadelphia, Pa. 19103
215-563-4100

RECEIVED
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ASSIGNMENT BRANCH

By: 

Date: June 4, 1992

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050 LP 06/12/92 1523665

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TRADEMARK
REEL: 001979 FRAME: 0043

DANN DORFMAN HERRELL AND SKILLMAN

A PROFESSIONAL CORPORATION

SUITE 720

1601 MARKET STREET

PHILADELPHIA, PA 19103-2307

TELEPHONE

(215) 563-4100

COUNSELORS AT LAW
PATENT, TRADEMARK
AND COPYRIGHT LAW
AND RELATED CAUSES

FAX

(215) 563-4044

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HENRY H. SKILLMAN
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ROGER W. HERRELL
PATRICK J. HAGAN
DONALD R. PIPER, JR.
VINCENT T. PACE
JOSEPH M. KONIECZNY

OF COUNSEL

C. MARSHALL DANN
JOHN S. CHILD, JR.
CHARLES N. QUINN

June 4, 1992
Our Ref: The Paper Magic Group, Inc. 1-J

Hon. Commissioner of Patents
& Trademarks
Washington, D.C. 20231
Attention: Assignment Branch

Re: Assignment of United States Trademarks from Spearhead
Industries, Inc. to Spearhead Holdings, Inc.

Dear Sirs:

Enclosed herewith for recording please find a document entitled "Nunc Pro Tunc Assignment of United States Trademarks" evidencing assignment of a number of United States trademark registrations and pending trademark registration applications from Spearhead Industries, Inc. to Spearhead Holdings, Inc. Please record this assignment as against all of the trademark properties identified on Schedule A attached to the assignment.

We have enclosed a check in the amount of \$3,600.00, to cover the cost of the recording. Please credit any overpayment or charge any deficiency to our Deposit Account No. 04-1406. A duplicate copy of this sheet is enclosed to facilitate such charging or crediting.

When the assignment has been recorded, please return it to the undersigned at the address set forth on this letterhead.

Respectfully submitted,



Charles N. Quinn
Reg. No. 27,223
Attorney for Assignee Spearhead
Holdings, Inc.

CNQ/klh

REEL 0875 FRAME 234

TRADEMARK