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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

OPR/FINANCE

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Merger

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Lifetouch Church Directories Inc.

Execution Date
Month Day Year
12 - 9 - 99

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Minnesota

Receiving Party

Mark if additional names of receiving parties attached

Name Lifetouch Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 11000 Viking Drive Suite 400

Address (line 2) _____

Address (line 3) Eden Prairie
City

Minnesota
State/Country

55344
Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Minnesota

FOR OFFICE USE ONLY

04/10/2000 DCOATES 00000354 75598170

01 FC:481
02 FC:482

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002045 FRAME: 0940

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/598,170"/>	<input type="text" value="75/597,870"/>	<input type="text" value="75/578,304"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/674,141"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Marsha Stolt

Name of Person Signing



Signature

3-1-2000

Date Signed

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made by and between Lifetouch Church Directories Inc., a Minnesota Corporation, having a business address at 11000 Viking Drive, Eden Prairie, Minnesota 55344 ("Assignor"), and Lifetouch Inc., a Minnesota corporation having a business address at 11000 Viking Drive, Eden Prairie, Minnesota 55344 ("Assignee").

WHEREAS, Assignor has adopted and is using and is the owner of the marks identified on the attached Schedule A (the "Marks"); and

WHEREAS, Assignee is desirous of acquiring the Marks and any registrations therefore.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys to Assignee all right, title and interest in and to the Marks, including any registrations therefore, together with that part of the goodwill of the business associated with the use of and symbolized by the Marks.

IN WITNESS WHEREOF, seller has executed and delivered this instrument as of this 9TH day of DECEMBER, 1999.

ASSIGNOR:

LIFETOUCH CHURCH DIRECTORIES INC.

By: 

Its: Secretary

ASSIGNEE:

LIFETOUCH INC.

By: 

Ted L. Koenecke

Its: Assistant Secretary

Schedule A

Mark	Filing Date	Appl. #	Reg. Date (If Applicable)	Reg. # (If Applicable)
FELLOWSHIP DIRECTORY	12/02/98	75/598,170		
FELLOWSHIP DIRECTORY PROGRAM	12/02/98	75/597,870		
FELLOWSHIP PORTRAITS	10/29/98	75/578,304		
LIFETOUCH KEEPSAKE PORTRAIT SYSTEM	04/05/99	75/674,141		