

04-18-2000



101324189

TRADEMARKS ONLY

Please

Documents and Trademarks:
Document or copy thereof.

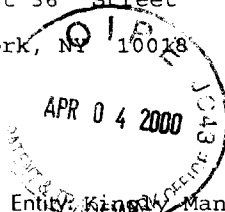
1. NAME OF PARTY(IES) CONVEYING AN INTEREST:

Kingly Manufacturing Corporation 03/29/00
70 West 36th Street
New York, NY 10018



04-04-2000

U.S. Patent & TMO/c/TM Mail Rpt Dt. #30



Entity: Kingly Manufacturing Corporation

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - State New York
- Other _____

2. NAME AND ADDRESS OF PARTY(IES) RECEIVING AN INTEREST:

Name: Target Brands, Inc.
Address: Attn: Kristina Kemp
33 South Sixth Street, CC-38D
Address: Minneapolis
MN
55402

Entity: Target Brands, Inc.

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

3. INTEREST CONVEYED:

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

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

(The attached document must not be an assessment)

4. APPLICATION NUMBER(S) OR REGISTRATION NUMBER(S). ADDITIONAL SHEET ATTACHED? YES NO

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,739,077

2,167,448

5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT

Name: Target Brands, Inc.
Internal Address: C/o Kristina A. Kemp
CC-38D
Street Address: 33 South Sixth Street
City: Minneapolis
State: MN
Zip: 55402

6. NUMBER OF APPLICATIONS AND REGISTRATIONS INVOLVED:

2

7. AMOUNT OF FEE ENCLOSED OR AUTHORIZED TO BE CHARGED:

Applicable service fee charged to deposit account.

8. DEPOSIT ACCOUNT NUMBER (ATTACH DUPLICATE COPY OF THIS FORM IF PAYING BY DEPOSIT ACCOUNT):

20-0089

DO NOT USE THIS SPACE

9. DATE OF EXECUTION OF ATTACHED DOCUMENTS:

29 March 2000

10. I DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE UNITED STATES OF AMERICA THAT THE FOREGOING IS TRUE AND CORRECT. EXECUTED ON:

31 March 2000
Date

Kristina A. Kemp
Signature

Kristina A. Kemp
Name of Person Signing

TRADEMARK ASSIGNMENT

WHEREAS, Kingly Manufacturing Corporation, a New York corporation with its principal place of business located at 70 West 36th Street, New York, NY 10018 ("Assignor"), has adopted, owns and is using, directly and indirectly through licensees, the trademark SLUMBER TIME and has obtained U.S. federal trademark registration numbers 1,739,077 and 2,167,448 in connection therewith (collectively, the "Mark");

WHEREAS, Target Brands, Inc., a Minnesota corporation with its principal place of business located at 33 South Sixth Street, Minneapolis, MN 55402 ("Assignee"), desires to acquire all right, title and interest in and to the Mark, all registrations thereof, applications therefor and rights associated therewith; and

WHEREAS, the Mark is being assigned from Assignor to Assignee as part of the business indicated and symbolized by the Mark.

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer to Assignee all of its right, title and interest in and to the Mark, all registrations thereof, applications therefor and rights associated therewith, together with the goodwill of the business indicated and symbolized by the Mark, and along with the right to recover damages and profits for past infringements thereof.

Assignor further covenants and agrees with Assignee, its successors and assigns, that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by Assignor and that full right to convey the same as herein expressed is possessed by Assignor.

IN WITNESS WHEREOF, Assignor has, by its duly authorized representative, executed this Trademark Assignment this 29 day of March 2000.

KINGLY MANUFACTURING CORPORATION

By: Arthur S. Mintz
Arthur S. Mintz

Title: President