

04-18-2000

PTO 1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



To the Honorable Commission

101324101

attached original documents or copies thereof.

MAR 13 PM 2:41
OFFICE OF FINANCE

1. Name of conveying party(ies): 2-13-00

Donald J. Post

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other _____

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

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date: August 18, 1999

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

PPI Acquisition Corp.
401 Adams Avenue
Scranton, Pennsylvania 18510

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): 1,289,695; 1,289,696; 1,289,698

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-ASN

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41) \$90.00

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

9 March 2000
Date

Total number of pages including cover sheet, attachments and document: 5

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

04/17/2000 TTOM11 00000483 191135 1289695
 01 FC:481 40.00 CH
 02 FC:482 50.00 CH

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

TRADEMARK
REEL: 002053 FRAME: 0943

ASSIGNMENT OF INTELLECTUAL PROPERTY

WHEREAS, Donald J. Post, an individual having a place of business at 8134 Lankershim Boulevard, North Hollywood, CA (hereinafter referred to as "Assignor") is the owner of and/or has adopted, used and is using the trademarks listed on the attached **Schedule A** (hereinafter collectively referred to as "Intellectual Property");

WHEREAS, PPI Acquisition Corp., a Delaware corporation, having an address at c/o The Paper Magic Group, Inc., 401 Adams Avenue, Scranton, PA 18510 (hereinafter referred to as Assignee) is desirous of acquiring said Intellectual Properties.

NOW, THEREFORE, to all whom it may concern, be it known that for and in consideration of the sum of One Dollar (U.S. \$1.00) and other good and valuable consideration to him paid, the receipt and sufficiency of which is hereby acknowledged, intending to be legally bound, said Assignor, by these presents does hereby sell, assign and transfer unto said Assignee, the entire right, title and interest in and to the aforesaid Intellectual Property. Assignee accepts full and entire ownership of the said Intellectual Property with all the rights and privileges attached thereto.

And for said consideration, Assignor has sold, assigned, and set over, and hereby does sell, assign and set over unto Assignee, its successors and assigns, any and all claims, demands or rights of action which Assignor has or might have to recover damages and profits, or either, by reason of any infringement or infringements of any of said Intellectual Property prior to the date of this Assignment, together with the right to the Assignee, its successors and assigns to prosecute such demands or rights of action in its own name.

And, said Assignor hereby covenants that he has full right to convey the entire interest herein assigned, and that he has not executed, and will not execute, any agreements in contravention of the interests assigned herein and herewith consents to recordation of this assignment of said Intellectual Property to Assignee, its successors and assigns. Assignor, for himself and his heirs, executors, successors and assigns, hereto covenants and agrees to execute at no cost to Assignee any further documents and do such other acts and things as may be necessary and proper to permit Assignee, its successors and assigns, to vest the full title of said Intellectual Property in Assignee, its

successors and assigns, and record the same throughout the world.

IN WITNESS WHEREOF, the parties have caused these presents to be signed by those duly authorized.

ASSIGNEE:

PPI Acquisition Corp.

By: Scott Shew

Dated: August 18, 1999

ASSIGNOR:

Donald J. Post

Dated: August 18, 1999

Commonwealth of Pennsylvania)

SS:

County of Philadelphia)

United States of America

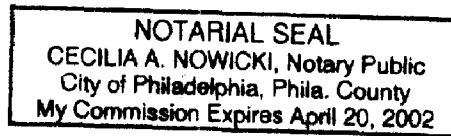
On this the 18th day of August 1999 before me, the undersigned Notary Public, personally appeared Donald J. Post known to be the person whose name Donald J. Post is subscribed to the within instrument and acknowledged that he, Donald J. Post, executed the same for the purposes therein contained.

Further on this the 18th day of August 1999 before me, the undersigned Notary Public, personally appeared *Scott Stead* who acknowledged himself to be the Vice President of PPI Acquisition Corp., a corporation, and that he as such Vice President being authorized so to do, executed the within instrument for the purposes therein contained by signing the name of said corporation by himself as Vice President.

In witness whereof, I have hereunto set my hand and official seal.

Cecilia A. Nowicki

Notary Public



Don Post Studios, Inc.

The three registrations listed were initially registered to Don Post Studios, Inc., but have all been assigned to Donald J. Post, as of September 5, 1990.

| MARK | APPLICATION/ REGISTRATION NO. | GOODS/SERVICES |
|--|----------------------------------|--|
| DON POST STUDIOS | 1,289,695*** | Creme facial makeup, foundation makeup, facial lining makeup, makeup sponges, sculpting tools, and makeup brushes, all sold as a unit; Masks |
| DON POST STUDIOS CAST OF CHARACTERS HOLLYWOOD and Design | 1,289,696*** | Creme facial makeup, foundation makeup, facial lining makeup, makeup sponges, sculpting tools and makeup brushes all sold as a unit; Masks |
| Miscellaneous Design | 1,289,698*** | Creme facial makeup, foundation makeup, facial lining makeup, makeup sponges, sculpting tools and makeup brushes, all sold as a unit; Masks |

*** Assigned to Donald J. Post September 5, 1990.