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FORM PTO-1594
1-1-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



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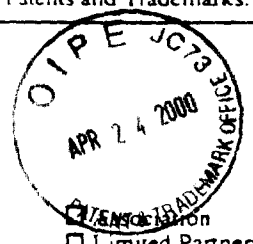
Tab settings 2.0.0

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Telebrands Corp.

Individual(s)
 General Partnership
 Corporation-State of Virginia
 Other _____

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



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

Internal Address: _____

Street Address: 81 Two Bridges Road

City: Fairfield State: NJ ZIP: 07004

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of New Jersey
 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 Assignments)
 Additional name(s) & address(es) attached? Yes No

3 Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 31, 1999

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

A. Trademark Application No.(s) 75/618996

B. Trademark registration No.(s) 1916005

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Peter D. Murray, Esq.
Name: Cooper & Dunham LLP

Internal Address: _____

Street Address: 1185 Avenue of the Americas

City: New York State: NY ZIP: 10036

6. Total number of applications and registrations involved: 34

7. Total fee (37 CFR 3.41): \$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 03-3125
 (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.

Peter D. Murray Peter D. Murray 4/19/00
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 4

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

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

05/08/2000 DMSUYEH 00000373 75618996

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

01 FC:481
02 FC:482

40.00 OP
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APPENDIX A

**TELEBRANDS CORP.
U. S. REGISTRATIONS AND PENDING APPLICATIONS**

<u>TRADEMARK</u>	<u>FILING NO.</u>	<u>REG. NO.</u>
AMBERVISION		1916005
BACON MAGIC		2062116
CELL MAT	75/618996	
CHINFLEX	75/662523	
CLAP LIGHT	75/932826	
COLORVISION	75/716023	
GLAMOUR CURL		1935916
THE GREAT AMERICAN STEAKHOUSE MACHINE	75/527191	
IDEAPLANET	75/740748	
IDEAPLANET.COM	75/734909	
IDEAPLANET.NET	75/734910	
KEEP IT HOT		2267883
MAG SEAT	75/621171	
MAGNASOUND 2000		1924478
METABOLIZE FOR LESS	75/769536	
METABOLIZE AND SAVE	75/941379	

<u>TRADEMARK</u>	<u>FILING NO.</u>	<u>REG. NO.</u>
MICROBEAT		1,884,251
PUZZLE PLEX		1988870
PUZZLE PLEX & Design		2006540
SHOES AWAY	75/766318	
SILVER LIGHTNING		2058221
SKY GLIDER	75/250309	
STAND TALL	75/898781	
STATIC DUSTER	75/309649	
STACKMATES	75/641012	
SWEDA	75/635482	
TELEBRANDS		1811677
TELEBRANDS		1951809
THERMOTIME	75/585013	
TRIPLE PLAY	75/457472	
TV TIME	75/898937	
VIBRATOUCH	75/814448	
WHISPER 2000		1626817
ZIP WRENCH	75/837240	

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**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

December 31, 1999



The State Corporation Commission finds the accompanying articles submitted on behalf of
TELEBRANDS CORP. (A NJ CORPORATION NOT QUALIFIED IN VA)

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission.
Each of the following:

TELEBRANDS CORP.

is merged into TELEBRANDS CORP. (A NJ CORPORATION NOT QUALIFIED IN VA), which continues to exist under the laws of NEW JERSEY with the name TELEBRANDS CORP. (A NJ CORPORATION NOT QUALIFIED IN VA). The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on December 31, 1999, at 12:00 a.m.

STATE CORPORATION COMMISSION

By *T.V. Morrison*

Commissioner

MERGACPT
CIS0436
99-12-29-0090