

08-08-2000



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NO Method payment

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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

Execution Date
Month Day Year

Name

Formerly

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association
- ☐ Other
- ☒ Citizenship/State of Incorporation/Organization

Receiving Party

☐ Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- ☐ Individual ☐ General Partnership ☐ Limited Partnership
- ☒ Corporation ☐ Association
- ☒ Other
- ☒ Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002115 FRAME: 0815

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 **2149694769**

Name

Randall C. Brown

Address (line 1)

1700 Pacific

Address (line 2)

Suite 4100

Address (line 3)

Dallas, TX 75201

Address (line 4)

Pages

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

3

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)

75509571	75509568	
75509567	75509569	
75509570	75509573	

Registration Number(s)

1526174		
2253736		

Number of Properties

Enter the total number of properties involved.

8

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ **215.00**

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.

Randall C. Brown

Name of Person Signing

Signature

March 7, 2000

Date Signed

GRANT OF SECURITY INTEREST IN
UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

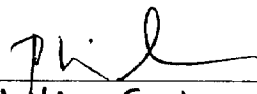
WHEREAS, Shari Lewis Enterprises, Inc., a California corporation ("Grantor"), and HSBC Bank USA, a New York banking corporation, not in its individual capacity, but solely as collateral agent ("Secured Party"), are among the parties to that certain Security Agreement dated as of January 25, 2000 (as such may be amended from time to time, the "Security Agreement") which is incorporated herein by reference;

WHEREAS, the Security Agreement provides, *inter alia*, for the granting of liens on, and security interests in, certain trademark registrations and applications to register trademarks, as more fully listed in Schedule 1 to this Grant of Security Interest (the "Trademarks");

WHEREAS, it is the purpose of this document to perfect and memorialize the security interests and liens granted to Secured Party in the Trademarks in a form suitable for recordation in the United States Patent and Trademark Office;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Security Agreement, Grantor hereby grants to Secured Party a security interest in and lien on (i) each trademark registration or application to register a trademark described or referred to in the attached Schedule 1; (ii) all good will of the business symbolized by the respective marks of said registrations and applications; (iii) the right to sue for past, present and future infringement thereof and to recover damages therefor; (iv) accounts, general intangibles and certain other rights related to the Trademarks, as more particularly set forth in the Security Agreement; and (v) all proceeds of the foregoing.

SHARI LEWIS ENTERPRISES, INC.

By: 
Name: Philip Galares
Title: Secretary

STATE OF NEW YORK

COUNTY OF New York

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BEFORE ME, the undersigned Notary Public, personally appeared Philip Galanes, who being by me duly sworn stated that he/she is the Exe of Shari Lewis Enterprises, Inc., and that he/she signed the foregoing document in his/her capacity as such and for the purpose and intent therein stated.

Arturo A. Molina
Notary Public

Arturo A. Molina
Printed Name

My commission expires: June 14, 2001

ARTURO A. MOLINA
Notary Public, State of New York
No. 01/MO6026489
Qualified in Queens County
Commission Expires June 14, 2001

SCHEDULE 1-C-1

SHARI LEWIS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Shari Lewis Enterprises, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
REGISTRATIONS					
LAMB CHOP	41	730,533	5/24/88	1,526,174	2/21/89
THE CHARLIE HORSE MUSIC PIZZA	41	75/509,572	6/26/98	2,253,736	6/15/99
APPLICATIONS					
THE CHARLIE HORSE MUSIC PIZZA	41	75/509,571	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	28	75/509,567	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	16	75/509,570	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	15	75/509,568	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	9	75/509,569	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	25	75/509,573	6/26/98		

GRANT OF SECURITY INTEREST IN
UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

WHEREAS, Golden Books Publishing Company, Inc., a Delaware corporation ("Grantor"), and HSBC Bank USA, a New York banking corporation, not in its individual capacity, but solely as collateral agent ("Secured Party"), are among the parties to that certain Security Agreement dated as of January 25, 2000 (as such may be amended from time to time, the "Security Agreement") which is incorporated herein by reference;

WHEREAS, the Security Agreement provides, *inter alia*, for the granting of liens on, and security interests in, certain trademark registrations and applications to register trademarks, as more fully listed in Schedule 1 to this Grant of Security Interest (the "Trademarks");

WHEREAS, it is the purpose of this document to perfect and memorialize the security interests and liens granted to Secured Party in the Trademarks in a form suitable for recordation in the United States Patent and Trademark Office;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Security Agreement, Grantor hereby grants to Secured Party a security interest in and lien on (i) each trademark registration or application to register a trademark described or referred to in the attached Schedule 1; (ii) all good will of the business symbolized by the respective marks of said registrations and applications; (iii) the right to sue for past, present and future infringement thereof and to recover damages therefor; (iv) accounts, general intangibles and certain other rights related to the Trademarks, as more particularly set forth in the Security Agreement; and (v) all proceeds of the foregoing.

GOLDEN BOOKS PUBLISHING COMPANY,
INC.

By: Philip Galanes
Name: Philip Galanes
Title: V.P. Secretary

STATE OF NEW YORK

COUNTY OF New York

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BEFORE ME, the undersigned Notary Public, personally appeared Philip Galanes, who being by me duly sworn stated that he/she is the ERP of Golden Books Publishing Company, Inc., and that he/she signed the foregoing document in his/her capacity as such and for the purpose and intent therein stated.

Arturo A. Molina
Notary Public

Arturo A. Molina
Printed Name

My commission expires: June 14, 2001

ARTURO A. MOLINA
Notary Public, State of New York
No. 01MO6026489
Qualified in Queens County
Commission Expires June 14, 2001

Clean

SCHEDULE 1-A-1					
THE GOLDEN BOOKS TRADEMARK PROPERTIES Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office) Registrant/Applicant: Golden Books Publishing Company, Inc.					
Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
REGISTRATIONS					
A GOLDEN BOOK® (Stylized)	16	75/174,591	9/30/96	2,101,437	9/30/97
"GOLDEN SOUND STORY DESIGN"® (Trade Dress - Classic Version - does not feature any words)	9	74/332,148	11/18/92	2,124,462	12/23/97
"GOLDEN SOUND STORY DESIGN" ® (Trade Dress - Deluxe Version - does not feature any words)	9	74/332,144	11/18/92	2,100,456	9/23/97
"GOLDEN SOUND STORY DESIGN" ® (Trade Dress - Little Version - does not feature any words)	9	74/332,150	11/18/92	2,104,348	10/7/97
A BIG GOLDEN BOOK®	16	73/831,018	10/6/89	1,614,835	9/25/90
A BIG GOLDEN BOOK® (Stylized)	16	75/173,984	9/30/96	2,105,228	10/14/97
A FIRST LITTLE GOLDEN BOOK®	16	323,939	8/17/81	1,256,065	11/1/83
A FIRST LITTLE GOLDEN BOOK® (Stylized)	16	75/174,011	9/30/96	2,103,251	10/7/97
A GOLDEN BOARD BOOK® (Stylized)	16	75/173,983	9/30/96	2,105,227	10/14/97
A GOLDEN BOARD BOOK®	16	75/181,957	10/16/96	2,103,380	10/7/97
A GOLDEN BOOK VIDEO CLASSIC®	9	73/782,053	2/21/89	1,566,896	11/21/89

SCHEDULE 1-A-1**THE GOLDEN BOOKS TRADEMARK PROPERTIES**
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN BOOK®	16	327,649	9/11/81	1,196,795	6/1/82
A GOLDEN CARRY ME BOOK®	16	74/325,266	10/26/92	1,845,118	7/12/94
A GOLDEN CLASSIC DESIGN® (Child sitting on vine reading - features no words)	16	73/592,210	4/3/86	1,412,338	10/7/86
A GOLDEN CLASSIC®	16	73/592,211	4/3/86	1,414,959	10/28/86
A GOLDEN CLOTH BOOK®	16	73/343,228	12/24/81	1,204,544	8/10/82
A GOLDEN EASY READER®	16	73/745,851	8/10/88	1,535,267	4/18/89
A GOLDEN FRAGRANCE BOOK®	16	73/049,949	4/18/75	1,041,746	6/22/76
A GOLDEN FRIENDLY BOOK®	16	73/684,462	9/16/87	1,495,072	7/5/88
A GOLDEN FUN & GAMES BOOK®	16	73/032,596	9/20/74	1,029,342	1/6/76
A GOLDEN GLOW IN THE DARK BOOK®	16	74/133,738	1/28/91	1,680,335	3/24/92
A GOLDEN GUIDE®*	16	73/021,106	5/10/74	1,011,003	5/20/75
A GOLDEN JUNIOR CLASSIC®	16	73/697,039	11/23/87	1,516,352	12/13/88
A GOLDEN JUNIOR GUIDE®	16	74/301,225	8/3/92	1,783,436	7/20/93
A GOLDEN LITTLE LOOK-LOOK BOOK & DESIGN®	16	73/818,479	8/10/89	1,591,987	4/17/90

SCHEDULE 1-A-1**THE GOLDEN BOOKS TRADEMARK PROPERTIES**
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN LITTLE LOOK-LOOK BOOK®	16	74/106,785	10/17/90	1,668,486	12/17/91
A GOLDEN LITTLE SUPER SHAPE BOOK®	16	74/308,295	8/27/92	1,820,597	2/8/94
A GOLDEN LITTLE SUPER SHAPE BOOK® (Stylized)	16	75/174,551	9/30/96	2,106,979	10/21/97
A GOLDEN LOOK-LOOK BOOK & DESIGN®	16	73/826,969	9/22/89	1,596,387	5/15/90
A GOLDEN LOOK-LOOK®	16	95,712	8/5/76	1,078,891	12/6/77
A GOLDEN MELODY BOOK & DESIGN®	16	73/439,438	8/15/83	1,296,071	9/18/84
A GOLDEN NAPTIME TALE®	16	74/140,213	2/19/91	1,690,131	6/2/92
A GOLDEN POCKET BOARD BOOK®	16	74/304,706	8/17/92	1,784,840	7/27/93
A GOLDEN READINESS WORKBOOK®	16	73/045,090	2/24/75	1,029,376	1/6/76
A GOLDEN SCRATCH AND SNIFF BOOK®	16	136,507	8/5/77	1,105,116	10/31/78
A GOLDEN SPECIAL®	16	73/034,145	1/31/75	1,024,193	11/4/75
A GOLDEN STAMP BOOK®	16	332,368	10/13/81	1,196,796	6/1/82
A GOLDEN STORYTIME BOOK & DESIGN®	16	319,134	7/15/81	1,196,793	6/1/82
A GOLDEN STURDY BOOK®	16	308,190	4/30/81	1,197,866	6/15/82

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A GOLDEN STURDY SHAPE BOOK®	16	294,727	1/28/81	1,198,688	6/22/82
A GOLDEN SUPER-DUPER SHAPE BOOK®	16	74/307,893	8/26/92	1,842,357	6/28/94
A GOLDEN SUPER-DUPER SHAPE BOOK® (Stylized)	16	75/174,593	9/30/96	2,103,271	10/7/97
A GOLDEN SUPER ADVENTURE BOOK & DESIGN®	16	518,933	1/23/85	1,351,647	7/30/85
A GOLDEN SUPER SHAPE BOOK®	16	73/645,790	2/20/87	1,456,506	9/8/87
A GOLDEN SUPER SHAPE BOOK® (Stylized)	16	75/173,985	9/30/96	2,103,250	10/7/97
A GOLDEN TAKE-A-LOOK BOOK®	16	74/542,739	6/27/94	1,934,340	11/7/95
A GOLDEN TAKE-A-LOOK BOOK® (Stylized)	16	75/174,592	9/30/96	2,101,438	9/30/97
A GOLDEN TOUCH AND FEEL BOOK®	16	73/310,701	5/18/81	1,196,788	6/1/82
A GOLDEN TREASURY®	16	73/830,489	10/10/89	1,604,601	7/3/90
A GOLDEN YUMMY BOOK®	16	789,093	3/24/89	1,564,501	11/17/89
A LITTLE GOLDEN BOOK®	16	72/340,860	10/15/69	899,690	9/29/70
A LITTLE GOLDEN BOOK®	9	75/094,275	4/25/96	2,189,691	9/15/98
A LITTLE GOLDEN BOOK® (Stylized)	9; 16	75/173,595	9/30/96	2,163,295	6/9/98

SCHEDULE 1-A-1**THE GOLDEN BOOKS TRADEMARK PROPERTIES**
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
A LITTLE GOLDEN STORYBOOK®	16	75/272,510	4/10/97	2,188,546	9/8/98
A LITTLE LITTLE GOLDEN BOOK®	16	73/727,172	5/9/88	1,542,487	6/6/89
A LITTLE LITTLE GOLDEN BOOK® (Stylized)	16	75/174,012	9/30/96	2,103,252	10/7/97
BABY'S FIRST GOLDEN BOOK®	16	343,244	12/24/81	1,204,545	8/10/82
BIG LITTLE GOLDEN BOOK®	16	585,771	3/3/86	1,410,469	9/23/86
FIRST LITTLE GOLDEN BOOKS®	16	323,938	8/17/81	1,221,652	12/28/82
FIRST LITTLE GOLDEN BOOKS® (Stylized)	16	75/173,976	9/30/96	2,101,428	9/30/97
G DESIGN™ (Goldie Logo)	16	75/977,641	12/8/96	2,202,310	11/3/98
G DESIGN® (Goldie Logo)	35; 41	75/210,689	12/9/96	2,198,947	10/20/98
GOLD KEY AND DESIGN®	16	74/226,264	11/29/91	1,867,600	12/13/94
GOLD KEY®	16	74/437,827	9/20/93	1,874,665	1/17/95
GOLDEN & DESIGN® (Sun Rising Logo)	9	541,521	6/4/85	1,372,325	11/26/85
GOLDEN & DESIGN® (Sun Rising Logo)	28	418,740	3/24/83	1,278,155	5/15/84
GOLDEN & DESIGN® (Sun Rising Logo)	28	424,477	5/4/83	1,279,097	5/22/84
GOLDEN & DESIGN® (Sun Rising Logo)	16	441,887	8/31/83	1,291,016	8/21/84

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office) Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN & DESIGN® (Sun Rising Logo)	16	505,135	10/22/84	1,333,249	4/30/85
GOLDEN & DESIGN® (Sun Rising Logo)	28	497,276	8/30/84	1,349,701	7/16/85
GOLDEN & DESIGN® (Sun Rising Logo)	16	404,040	11/26/82	1,262,996	1/3/84
GOLDEN BOARD BOOK®	16	767,642	12/5/88	1,549,139	7/25/89
GOLDEN BOOK CLUB®	42	74/059,543	5/17/90	1,679,065	3/10/92
GOLDEN BOOK 'N' TAPE®	9	73/572,637	12/6/85	1,401,064	7/15/86
GOLDEN BOOK STEP AHEAD VIDEO®	9	73/609,549	7/14/86	1,430,078	2/24/87
GOLDEN BOOK VIDEO & DESIGN®	9	73/525,286	3/4/85	1,360,286	9/17/85
GOLDEN BOOK VIDEO®	9	73/525,229	3/4/85	1,357,853	9/3/85
GOLDEN BOOK®	16	72/388,264	4/2/71	931,795	4/4/72
GOLDEN BOOKS & DESIGN® (Poky Logo)	42	74/523,539	5/10/94	1,947,587	1/9/96
GOLDEN BOOKS & DESIGN® (Poky Logo)	9	74/523,537	5/10/94	1,949,631	1/16/96
GOLDEN BOOKS & DESIGN® (Poky Logo)	16	74/732,050	9/18/95	2,013,497	11/5/96
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	9	75/021,768	11/17/95	2,217,543	1/12/99
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	28	75/021,769	11/17/95	2,221,897	2/2/99

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN BOOKS & DESIGN™ (Sunburst Logo)	16	75/021,770	11/17/95	2,223,020	2/9/99
GOLDEN BOOKS & DESIGN® (Sun Rising Logo)	9	74/459,982	11/18/93	1,899,487	6/13/95
GOLDEN BOOKS & DESIGN® (Poky Logo)	28	74/523,540	5/10/94	1,962,392	3/12/96
GOLDEN BOOKS & DESIGN® (Sunburst Logo)	42	75/034,229	12/1/95	2,080,174	7/15/97
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	9	75/016,826	10/27/95	1,993,697	8/13/96
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	28	74/722,021	8/28/95	1,993,467	8/13/96
GOLDEN BOOKS & DESIGN® (Rectangle Logo)	16	74/559,242	8/10/94	2,006,749	10/8/96
GOLDEN BOOKS INTERACTIVE & DESIGN®	9	74/681,030	5/30/95	2,007,251	10/8/96
GOLDEN BOOKS INTERACTIVE®	9	74/693,980	6/26/95	2,111,088	11/4/97
GOLDEN BOOKS STORYLAND FOR KIDS & DESIGN®	42	74/569,576	9/2/94	1,959,799	3/5/96
GOLDEN BOOKS®*	16	74/497,666	3/7/94	1,883,540	3/14/95
GOLDEN BOOKS®	42	74/120,204	12/3/90	1,669,838	12/2/91
GOLDEN BOOKS®	9	75/037,203	12/26/95	2,040,152	2/25/97
GOLDEN COZY®	16	74/473,563	12/27/93	1,960,811	3/5/96

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	16	403,918	11/26/82	1,261,732	12/20/83
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	16	411,894	2/1/83	1,270,759	3/20/84
GOLDEN DESIGN® (Sun Rising Logo - does not feature any words)	28	424,478	5/4/83	1,281,687	6/12/84
GOLDEN GALLERY®	28	74/234,108	12/30/91	1,779,751	6/29/93
GOLDEN GO ALONG BOOK 'N' TAPE®	9	73/766,809	12/1/88	1,549,012	7/25/89
GOLDEN LEARN ABOUT LIVING®	16	73/532,867	4/18/85	1,364,454	10/8/85
GOLDEN LEISURE LIBRARY® (Stylized)	16	73/033,038	9/26/74	1,027,930	12/23/75
GOLDEN MELODY®	16	73/439,452	8/15/83	1,289,005	8/7/84
GOLDEN MINIATURE®	28	73/499,806	9/17/84	1,333,418	4/30/85
GOLDEN MUSIC & DESIGN®	9	74/024,266	1/29/90	1,633,025	1/29/91
GOLDEN MUSIC®	9	73/838,599	11/13/89	1,607,333	7/24/90
GOLDEN PLAY LIGHTS®	16	74/358,653	2/11/93	1,951,674	1/23/96
GOLDEN PRESS SHOPPER'S SERVICE®	42	73/410,834	1/24/83	1,297,089	9/18/84
GOLDEN PRESS®	16	72/338,827	9/24/69	896,937	8/18/70

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN SCIENCE CLOSE-UP SERIES®	16	74/137,828	2/11/91	1,709,967	8/25/92
GOLDEN SEEK 'N' SOUND®	28	74/358,657	2/11/93	1,825,889	3/8/94
GOLDEN SHOWCASE®	42	74/331,292	11/16/92	1,808,641	11/30/93
GOLDEN SIGHT 'N' SOUND & DESIGN®	16	74/358,532	2/11/93	1,802,079	11/2/93
GOLDEN SING ALONG DESIGN® (Trade Dress - does not feature any words)	9	74/332,147	11/18/92	2,064,160	5/20/97
GOLDEN SING ALONG®	16	74/279,662	5/29/92	1,823,715	2/22/94
GOLDEN SONG BOOK 'N' TAPE®	9	756,556	10/7/88	1,538,049	5/9/89
GOLDEN SOUND PUZZLE®	28	74/284,473	6/15/92	1,792,199	9/7/93
GOLDEN SOUND STORY & DESIGN®	16	74/206,824	9/23/91	1,708,132	8/18/92
GOLDEN SOUND STORY®	16	74/362,981	3/1/93	1,807,495	11/30/93
GOLDEN STEP AHEAD & DESIGN®	16	474,977	4/11/84	1,328,466	4/2/85
GOLDEN STEP AHEAD & DESIGN®	9	518,982	1/23/85	1,364,206	10/8/85
GOLDEN STEP AHEAD PLUS®	16	622,985	9/29/86	1,438,581	5/5/87
GOLDEN STEP AHEAD®	16	73/805,991	6/12/89	1,586,727	3/13/90
GOLDEN STEP AHEAD®	16	477,287	4/25/84	1,339,161	6/4/85
GOLDEN STEP AHEAD®	9	517,655	1/11/85	1,350,485	7/23/85

SCHEDULE 1-A-1**THE GOLDEN BOOKS TRADEMARK PROPERTIES**
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
GOLDEN STEP AHEAD®	16	537,431	5/13/85	1,368,956	11/5/85
GOLDEN STEP AHEAD®	28	610,750	7/21/86	1,431,344	3/3/87
GOLDEN STORY BOOK 'N' TAPE®	9	756,558	10/7/88	1,538,050	5/9/89
GOLDEN STORYLAND FOR KIDS & DESIGN®	42	74/497,018	3/4/94	1,885,466	3/21/95
GOLDEN TALKING TALES®	16	74/359,128	2/16/93	1,838,422	5/31/94
GOLDEN TELL-A-TALE®	16	73/585,773	3/3/86	1,410,470	9/23/86
GOLDEN®	16	793,532	4/13/89	1,569,673	12/5/89
GOLDEN®*	9	74/155,049	4/8/91	1,694,132	6/16/92
GOLDEN®	28	72/433,188	8/18/72	962,615	7/3/73
GOLDEN®	28	441,888	8/31/83	1,291,337	8/21/84
GOLDEN®	16	104,510	10/26/76	1,075,521	10/18/77
GOLDENCRAFT DESIGN® (Round star shape with griffin)	16	72/432,645	8/14/72	978,146	2/5/74
GOLDENCRAFT®	16	73/079,456	3/8/76	1,053,290	11/23/76
GOLDENVISION & DESIGN®	9	646,309	2/24/87	1,457,284	9/15/87
GOLDENVISION®	9	73/784,481	3/3/89	1,586,574	3/13/90
LITTLE GOLDEN BOOK DESIGN® (Gold Spine/Animals)	16	73/317,486	7/2/81	1,250,300	9/6/83

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
LITTLE GOLDEN BOOK DESIGN® (Format Trade Dress/Animals Spine)	16	73/431,481	6/20/83	1,312,277	6/1/85
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	28	73/766,999	12/2/88	1,579,180	1/23/90
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	16	73/766,997	12/2/88	1,580,028	1/30/90
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	9 16	73/776,568	1/2/89	1,556,660	9/19/89
LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo)	9	73/771,898	12/24/88	1,568,073	11/28/89
LITTLE GOLDEN BOOK LAND®	9 16 28	73/783,608	2/24/89	1,574,535	1/2/90
LITTLE GOLDEN BOOKS®	16	72/382,853	2/1/71	931,794	4/4/72
LITTLE GOLDEN BOOKS® (Stylized)	16	75/173,986	9/30/96	2,105,229	10/14/97
LITTLE GOLDEN SOUND STORY®	16	74/362,985	3/1/93	1,803,242	11/9/93
LITTLE LITTLE GOLDEN BOOKS® (Stylized)	16	75/174,013	9/30/96	2,103,253	10/7/97
MY FIRST GOLDEN BOARD BOOK®	16	74/075,656	7/5/90	1,646,830	6/4/91

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES
Registrations and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
MY FIRST GOLDEN BOARD BOOK® (Stylized)	16	75/174,590	9/30/96	2,103,270	10/7/97
MY FIRST GOLDEN SOUND STORY®	16	74/360,160	2/11/93	1,832,199	4/19/94
THE GOLDEN BOOK ENCYCLOPEDIA®	16	717,874	3/21/88	1,510,101	10/25/88
THE GOLDEN SCIENCE CLOSE-UP SERIES & DESIGN®	16	74/207,259	9/26/91	1,701,778	7/21/92

SCHEDULE 1-A-1

THE GOLDEN BOOKS TRADEMARK PROPERTIES Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
APPLICATIONS					
G DESIGN™ (Goldie Logo)	9	75/209,714	12/9/96		
G DESIGN™ (Goldie Logo)	28	75/210,691	12/9/96		
G DESIGN™ (Goldie Logo)®	16	75/210,072	12/8/96	2,237,284	
GOLDEN BOOKSSM	41	75/120,280	6/17/96		
LITTLE GOLDEN BOOK DESIGN™ (Gold Spine/Stars)	28	75/021,772	11/17/95		
LITTLE GOLDEN BOOK DESIGN™ (Format Trade Dress/Stars Spine)	28	75/024,082	11/17/95		
LITTLE GOLDEN BOOK DESIGN™ (Format Trade Dress/Stars Spine)	16	75/024,087	11/17/95		
GOLD SPINE DESIGN™	16	75/446,162	3/6/98		
GOLDEN STORYBOOK LANDSM	41	75/434,715	2/17/98		
A GOLDEN SQUEAK-TIME BOOK™	16	75/434,713	2/17/98	2,302,770	12/21/99
GOLDEN GAMES™	42	75/403,970	12/11/97		

* Licensed to St. Martin's Press, Incorporated pursuant to purchase agreement and order of the Bankruptcy Court dated March 25, 1999.

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SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES **Registered and Pending Trademarks and Service Marks** **(U.S. Patent and Trademark Office)**

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
REGISTRATIONS					
A LITTLE NUGGET BOOK®	16	74/172,182	6/3/91	1,742,274	12/22/92
A LITTLE STORYLAND BOOK®	16	73/684,461	9/16/87	1,488,415	5/17/88
A MERRIGOLD MINIATURE®	16	73/379,363	9/26/80	1,193,978	4/20/82
A MERRIGOLD PRESS DRIVE AWAY BOOK®	16	74/505,937	3/28/94	1,918,844	9/12/95
A MERRIGOLD PRESS TELL-A-TALE®	16	74/559,250	8/10/94	1,941,834	12/12/95
A MILLION BUCKS®	28	73/830,737	10/11/89	1,621,380	11/6/90
A S-T-R-E-T-C-H A STRING BOOK®	16	74/656,160	2/21/95	2,041,209	2/25/97
A SHAPED LITTLE NUGGET BOOK®	16	74/500,543	3/15/94	1,926,436	10/10/95
A SHAPED NAPTIME TALE®	16	74/588,309	10/17/94	1,962,486	3/12/96
ACTIONCAPS®	16	74/484,062	1/31/94	1,899,858	6/13/95
AMERICAN FREEDOM LIBRARY		75/490,807			
AMERICAN REFERENCE LIBRARY		75/474,548			
AN EASIER START MOVIE STORYBOOK®	16	75/290,940	5/13/97	2,219,659	1/19/99
AN EASIEST START MOVIE STORYBOOK®	16	75/290,941	5/13/97	2,219,660	1/19/99
AN EASY START MOVIE STORYBOOK®	16	75/290,942	5/13/97	2,219,661	1/19/99
ARTISTS & WRITERS GUILD AND DESIGN®	16	74/335,502	11/30/92	1,833,320	4/26/94
ARTISTS & WRITERS GUILD BOOKS AND DESIGN®	16	74/387,253	5/6/93	1,863,202	11/15/94

SCHEDULE 1-B-1**MISCELLANEOUS TRADEMARK PROPERTIES**
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
ARTISTS & WRITERS GUILD BOOKS®	16	74/601,087	11/21/94	1,925,445	10/10/95
BATHS WITH LAUGHS®	16	74/627,939	1/31/95	2,049,627	4/1/97
BATTLE OF THE DINOSAURS®	28	74/339,520	12/14/92	1,811,618	12/14/93
BIG FUN SOUNDS®	16	74/459,984	11/18/93	1,903,555	7/4/95
BIG LITTLE BOOK®	16	72/322,022	3/18/69	902,127	11/10/70
BROADWAY COMICS	16	74/636,878	2/21/95	2,012,719	10/29/96
BUG OFF®	28	73/284,455	11/3/80	1,202,874	7/27/82
CAMP STEP AHEAD®	16	74/206,160	9/23/91	1,749,391	1/26/93
COLOR EXPRESS®	16	74/312,504	9/10/92	1,820,601	2/8/94
COLOR EXPRESS® (Stylized)	16	74/312,505	9/10/92	1,820,602	2/8/94
COLOR SURPRISE®	16	75/045,010	11/13/95	2,171,617	7/7/98
CREATURECAPS®	16	74/484,065	1/31/94	1,904,989	7/11/95
CUSTOM PUBLISHING®	42	73/823,525	11/24/89	1,591,540	4/10/90
DESIGNS BY ME		75/564,883			
DESIGNS BY ME®	16	74/497,668	3/7/94	1,904,990	7/11/95
DISORDERLY CONDUCT®	28	74/462,076	11/8/93	1,861,056	11/1/94
EAGER READER® (Stylized)	16	73/031,897	9/12/74	1,017,999	8/12/75

SCHEDULE 1-B-1**MISCELLANEOUS TRADEMARK PROPERTIES**
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
FATALE®	16	74/680,875	5/26/95	2,007,250	10/8/96
FEDERAL REFERENCE LIBRARY		75/525,598			
FIRST FUN & DESIGN® (Blocks Logo)*	16	74/155,207	4/8/91	1,671,116	1/7/92
FIRST FUN®*	16	73/366,090	5/24/82	1,229,737	3/8/83
FLIPFLEX®	28	74/282,269	6/8/92	1,780,872	7/6/93
FLY CAPS®	16	74/609,940	12/12/94	1,980,272	6/11/96
FLYING FRENCH FRIES®	28	74/305,497	8/19/92	1,848,260	8/2/94
FRAME-TRAY®	28	232,861	9/26/79	1,190,096	2/16/82
FRAME-TRAY®	28	75/169,279	9/20/96	2,105,180	10/14/97
FURRY FACE®	16	74/417,311	7/26/93	1,870,544	12/27/94
GIANT STICKER FUN®	16	74/155,203	4/8/91	1,690,141	6/2/92
GIRL TALK AND DESIGN®	16	73/739,904	7/11/88	1,590,824	4/10/90
GIRL TALK®	9	74/505,185	3/25/94	1,884,772	3/21/95
GIRL TALK®	16	72/391,235	5/6/71	925,538	12/14/71
HEAR! HEAR!®	16	74/479,496	1/18/94	1,906,516	7/18/95
HOME REFERENCE LIBRARY		75/525,599			
HOTSCOPES®	16	74/336,729	12/4/92	1,819,484	2/1/94
HUBCAPS®	16	74/484,063	1/31/94	1,899,859	6/13/95
JR. GOLFER				2,168,710	
KNIGHTS ON BROADWAY	16	75/146,679	8/7/96	2,091,091	8/26/97
LEARN WITH ME®	9	73/315,954	6/22/81	1,202,566	7/27/82

*Currently registered under the name "Western Publishing Company, Inc. We are in the process of recording the name change to "Golden Books Publishing Company, Inc."

SCHEDULE 1-B-1**MISCELLANEOUS TRADEMARK PROPERTIES**
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
LITERATURE REFERENCE LIBRARY		75/481,031			
LITTLE LOOK-IN®	16	74/267,183	3/11/93	1,846,217	7/19/94
LITTLE LULU®	16	72/419,687	3/27/72	958,607	5/8/73
LITTLE LULU®	16	72/420,496	4/5/72	959,441	5/22/73
LITTLE LULU®	16	72/436,008	9/18/72	962,620	7/3/73
LITTLE LULU®	16	72/460,870	6/20/73	990,189	8/6/74
MAGIC CORNER®	16	74/417,029	7/26/93	1,865,270	11/29/94
MAGIC SLATE PLUS®	28	74/058,604	5/14/90	1,642,916	4/30/91
MAGIC SLATE®	28	73/495,446	8/17/84	1,329,834	4/9/85
MAGNUS ROBOT FIGHTER®	16	74/335,510	11/30/92	1,860,373	10/25/94
MARK & SEE®	16	73,793,534	4/13/89	1,570,907	12/12/89
MATHEMATICS REFERENCE LIBRARY		75/481,197			
MERRIGOLD & DESIGN® (Flower with Smiling Face Logo)	16	74/319,373	10/2/92	1,820,606	2/8/94
MERRIGOLD PRESS & DESIGN® (Flower Logo)	16	74/533,161	6/3/94	1,924,620	10/3/95
MERRIGOLD PRESS & DESIGN® (Flower Logo)	28	75/037,204	12/26/95	2,124,229	12/23/97
MERRIGOLD PRESS & DESIGN® (Children Reading Logo)	16	73/624,815	10/9/86	1,443,120	6/16/87
MERRIGOLD PRESS®	16	73/317,363	7/2/81	1,202,005	7/20/82
MY FIRST SOUND STORY®	16	75/046,586	1/22/96	2,065,939	5/27/97
NATURE SHAPE®	16	74/393,082	5/21/93	1,860,388	10/25/94
PAINT WITH WATER & DESIGN® (Rainbow Logo)	16	73/437,696	8/3/83	1,301,577	10/23/84

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
PAT THE BUNNY**		75/649,680			
PAT THE BUNNY®**	28	73/702,316	12/21/87	1,654,411	8/20/91
PICTUREMATION®	9	73/583,752	2/19/86	1,409,304	9/16/86
PIRATE'S GOLD® (Stylized)	28	74/244,853	2/10/92	1,832,306	4/19/94
PLAY LIGHTS®	16	74/347,274	1/11/93	1,849,257	8/9/94
POPPIN' POPCORN®	28	74/325,782	10/26/92	1,796,011	9/28/93
POWERS THAT BE	16	74/640,345	2/22/95	2,007,137	10/8/96
PRESIDENTIAL REFERENCE LIBRARY		75/481,100			
PRESS 'N' LISTEN®	9	74/479,863	1/18/94	1,875,136	1/24/95
READ AND WEAR™	16	75/294,774	5/20/97	2,192,895	9/29/98
SCIENCE CLOSE-UP®	16	74/163,646	5/6/91	1,710,764	8/25/92
SCRATCH AND SNIFF & DESIGN™	16	75/297,619	5/23/97	2,219,674	1/19/99
SCREAMIN' 3-D™®	16	75/155,258	8/23/96	2,220,767	1/26/99
SCUFFY THE TUGBOAT		75/622,940			
SCUFFY THE TUGBOAT™®	16	75/028,582	12/6/95	2,062,768	5/20/97
SEE-A-WORD®	16	73/310,734	5/18/81	1,196,233	5/25/82
SEEK AND PEEK®	28	73/281,973	10/16/80	1,196,919	6/1/82
SHADOW STATE	16	74/640,350	2/22/95	2,065,561	5/27/97
SHAPE 'N' TAPE®	9	74/479,114	1/14/94	1,949,492	1/16/96
SIGHT 'N' SOUND®	16	74/489,923	1/14/94	1,880,593	2/28/95
SILLY SOUND STORIES®	28	74/522,695	5/10/94	1,932,371	10/31/95
SOLAR MAN OF THE ATOM®	16	74/343,085	12/24/92	1,794,948	9/28/93

SCHEDULE 1-B-1**MISCELLANEOUS TRADEMARK PROPERTIES**
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
SONG STEPPER®	16	74/259,574	3/27/92	1,766,709	4/20/93
SORT-A-SILLY®	28	74/434,328	9/7/93	1,890,635	4/18/95
SOUND OFF® (Stylized)	28	74/244,851	2/10/92	1,772,487	5/18/93
SOUND PICTURES®	28	74/696,194	7/3/95	2,007,265	10/8/96
SOUND STORY & DESIGN® (Blocks Logo)	16	73/831,591	10/16/89	1,634,014	2/5/91
SOUNDS BY ME & DESIGN®	16	74/511,400	4/8/94	1,926,441	10/10/95
SOUNDS BY ME®	16	74/505,948	3/28/94	1,903,562	7/4/95
SOUNDS OF THE SEASON®	16	74/479,519	1/18/94	1,899,855	6/13/95
STAR SEED	16	75/142,699	7/31/96	2,073,947	6/24/97
STEP AHEAD & DESIGN® (Ladder Logo)	16	74/607,876	12/7/94	1,986,311	7/9/96
STEP AHEAD®	9	74/524,874	5/16/94	1,946,092	1/2/96
STEP AHEAD®	16	74/681,898	5/30/95	1,968,573	4/16/96
STEP AHEAD®	16	73/489,158	7/9/84	1,325,789	3/19/85
STICKALONGS®	16	74/470,315	12/6/93	1,891,731	4/25/95
STICKER FUN®	16	73/315,088	6/17/81	1,202,001	7/20/82
STICKER STARTERS®	16	74/607,877	12/7/94	1,981,706	6/18/96
STORYTIME PLAYSET®	16	74/486,872	1/31/94	1,906,518	7/18/95
SWAT THAT FLY®	28	74/325,781	10/26/92	1,810,139	12/7/93
TALE 'N' TAPE®	9	74/218,965	11/4/91	1,812,763	12/21/93
TAWNY SCRAWNY LION		75/623,329			
TELL-A-TALE®	16	73/822,269	8/28/89	1,588,862	3/27/90
THE GINGHAMS®	16	73/827,581	9/25/89	1,594,210	5/1/90

SCHEDULE 1-B-1**MISCELLANEOUS TRADEMARK PROPERTIES**
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)**Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
THE GREENHOUSE A GUIDE TO INDOOR GARDENING®	16	73/234,057	10/5/79	1,170,142	9/22/81
THE LITTLE LULU SHOW		75/495,008			
THE OFFICIAL GIRL TALK FUN CLUB & DESIGN®	42	74/065,724	6/4/90	1,646,428	5/28/91
THE POKY LITTLE PUPPY		75/621,415			
THE POKY LITTLE PUPPY		75/621,134			
THE POKY LITTLE PUPPY®	16	73/724,046	4/22/88	1,529,675	3/14/89
THE RAINBOW WORKS & DESIGN®	16	73/660,694	5/14/87	1,468,297	12/8/87
THE RAINBOW WORKS & DESIGN®	28	73/661,805	5/19/87	1,470,773	12/29/87
THE SAGGY BAGGY ELEPHANT		75/621,902			
THE SAGGY BAGGY ELEPHANT		75/621,125			
THE SCRIBBLER & DESIGN® (Owl Logo)	16	73/238,027	11/5/79	1,182,044	12/15/81
THE SHY LITTLE KITTEN		75/623,330			
THE SHY LITTLE KITTEN		75/622,934			
THE SHY LITTLE KITTEN®	16	74/158,105	4/17/91	1,713,539	9/8/92
THE SUNNY PAGES WESTERN KENTUCKY DIRECTORIES				2,019,249	
THROUGH THE WINDOW®	16	74/417,656	7/26/93	1,848,201	8/2/94
TINY TOTS®	16	74/416,372	7/26/93	1,849,280	8/9/94
TOOTLE		75/622,121			
TOOTLE		75/622,114			
TOUCH 'N' LISTEN®	9	74/479,857	1/18/94	1,875,135	1/24/95

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
TRIXIE BELDEN®	16	91,497	6/24/76	1,060,755	3/8/77
TUBBY®	16; 28	32,508	9/20/74	1,057,536	2/1/77
TUOK DINOSAUR HUNTER®	16	74/341,952	12/14/92	1,812,922	12/21/93
TUOK THE DINOSAUR HUNTER™	28	75/395,946	11/25/97		
TYRANNOCAPS®	16	74/484,061	1/31/94	1,899,857	6/13/95
VISAGE COMICS	16	75/024,920	2/8/96	2,124,250	12/23/97
VISAGE COMICS	41	75/054,919	2/7/96	2,157,295	5/12/98
WAVE & DESIGN®	16	74/358,656	2/11/93	1,825,825	3/8/94
WAVE®	16	74/384,923	4/26/93	1,846,220	7/19/94
WESTERN & DESIGN® (W Logo)	35	72,433,303	8/21/72	954,215	2/27/73
WESTERN PUBLISHING®	42	73/822,618	8/28/89	1,601,559	6/12/90
WESTERN®	35	72/276,268	7/18/67	856,218	9/3/68
WILDLIFECAPS®	16	74/484,064	1/31/94	1,904,988	7/11/95

SCHEDULE 1-B-1

MISCELLANEOUS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
WORLD HISTORY REFERENCE		75/481,030			
APPLICATIONS					
LEADING TO READING™	35	75/380,629	10/29/97		
LEADING TO READING™	41	75/380,720	10/29/97		
TOTALLY AMAZING®	16	75/462,641	4/2/98	2,256,138	
WE CELEBRATE THE FAMILY SM	28	75/124,104	6/24/96		
THE LITTLE LULU SHOW	41	75/495,008	6/2/98		
COLOR PLUS FUN	16	75/541,720	8/24/98		
SPACE FAMILY ROBINSON™	41	74/462,085	11/8/93		
DRIVE AWAY (WP Ref. 106)* registered under "Western Publishing"	16	73/428,020	5/31/83	1,281,527	6/12/84

SCHEDULE 1-C-1

SHARI LEWIS TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Shari Lewis Enterprises, Inc.

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
REGISTRATIONS					
LAMB CHOP	41	730,533	5/24/88	1,526,174	2/21/89
THE CHARLIE HORSE MUSIC PIZZA	41	75/509,572	6/26/98	2,253,736	6/15/99
APPLICATIONS					
THE CHARLIE HORSE MUSIC PIZZA	41	75/509,571	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	28	75/509,567	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	16	75/509,570	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	15	75/509,568	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	9	75/509,569	6/26/98		
THE CHARLIE HORSE MUSIC PIZZA	25	75/509,573	6/26/98		

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Schedule 1.1 (k)

A.

**"LASSIE" TRADEMARK PROPERTIES
Registered and Pending Trademarks and Service Marks
(U.S. Patent and Trademark Office)
Registrant/Applicant: Golden Books Publishing Company, Inc.**

Mark	Int'l Class	Serial No.	Filing Date	Reg. No.	Reg. Date
REGISTERED					
LASSIE	28	74/390,911	5/17/93	2,169,777	6/30/98
LASSIE	3, 5, 6, 18, 21	73/137,918	8/17/77	1,089,519	4/18/78
LASSIE	41	72/034,711	7/31/57	670,403	11/25/58
LASSIE	5	74/507,675	3/31/94	2,000,556	9/17/96
LASSIE	9	74/370,706	3/22/93	2,219,095	1/19/99
LASSIE	16	74/714,226	8/11/95	2,209,373	12/8/98

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Schedule 4-A-2

SECOND LIEN TRADEMARKS

LONE RANGER

<u>Country</u>	<u>Mark</u>	<u>Reg. No./(Appl. No.)</u>	<u>Reg. Date/(Filing Date)</u>	<u>Class</u>
USA	LONE RANGER	850,146	6/4/68	28
	LONE RANGER	2,116,491	11/25/97	25
	THE LONE RANGER	1,314,682	1/15/85	21
	THE LONE RANGER	770,539	5/26/64	41
	THE LONE RANGER	365,670	3/14/39	16
	LONE RANGER	2,173,208	7/14/98	9
	LONE RANGER	2,169,772	6/30/98)	16
	LONE RANGER	2,139,305	2/24/98	28
	SILVER	1,802,750	11/2/93	21
	Lone Ranger Theme Music	2,155,923	5/12/98	41
	Lone Ranger Theme Music	2,155,924	5/12/98	9

Schedule M

UNDERDOG

A. TRADEMARKS

Trademark

Registration/Application No.

Design (Underdog)

Application No. 75/167,387

UNDERDOG

Registration No. 2,145,933

UNDERDOG

Application No. 75/167,383

UNDERDOG

Application No. 75/182,377