

TRADEMARK ASSIGNMENT

WHEREAS, PUMPKIN LTD., d/b/a PUMPKIN MASTERS, INC., a Colorado corporation with a place of business at P.O. Box 61456, Denver, Colorado 80206 ("Assignor"), is the sole and exclusive owner of all right, title and interest in and to all trademark registrations and all applications for registration of trademarks filed in the United States Patent and Trademark Office and in trademark offices in other countries and that are identified in Schedule A, which is attached hereto and incorporated herein by reference; and

WHEREAS, PUMPKIN LTD., a Delaware Corporation with a place of business at P.O. Box 61456, Denver, Colorado 80206, is desirous of acquiring all right, title and interest in and to each of the trademark registrations and applications for registration of trademarks identified in Schedule A:

NOW, THEREFORE, in consideration of the foregoing and of the covenants and agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto do hereby agree as follows:

1. Assignor hereby sells, assigns, transfers and conveys to Assignee all right, title and interest in and to the trademark registrations and applications for registration of trademarks identified in Schedule A.

2. Assignor further agrees to execute upon request of Assignee such additional documents, if any, as are necessary and proper in order to more effectively carry out the intent and purpose of this Trademark Assignment and to establish and protect rights and remedies created or intended to be created in favor of Assignee under this Trademark Assignment.

TRADEMARK
REEL: 002132 FRAME: 0707

SENT BY:

10-17- 0 ; 16:43 ;

FAEGRE & BENSON→

OPR/ASSIGNMENTS:# 6/ 9

3. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, and each sovereign official holding a corresponding position of authority in any country within which Assignor has trademark registrations or pending trademark applications, to issue and to record the title of Assignee as owner of all right, title and interest in and to the trademarks and trademark applications identified in Schedule A.

[Signature Page to Follow]

NY02A/132764.1

TRADEMARK
REEL: 002132 FRAME: 0708

SENT BY:

10-17- 0 ; 16:43 ;

FAEGRE & BENSON-

OPR/ASSIGNMENTS:# 7/ 9

IN WITNESS WHEREOF, Assignor has duly executed and delivered this
Trademark Assignment on this 27th day of June, 1997.

PUMPKIN LTD., d/b/a
PUMPKIN MASTERS, INC.

By: /s/ Gay Burke
Name: Gay Burke
Title: Vice President

ACKNOWLEDGMENT

PUMPKIN LTD., Assignee, hereby acknowledges receipt of assignment -- for good
and valuable consideration -- of the patents and patent applications identified in Schedule A.

PUMPKIN LTD.

By: /s/ Calvin Neider
Name: Calvin Neider
Title: Vice President

NY02V101760 2

TRADEMARK
REEL: 002132 FRAME: 0709

SENT BY: 10-17- 0 ; 16:43 ; FAEGRE & BENSON- OPR/ASSIGNMENTS:# 8/ 9

JUN 30 '97 14:13 FR MORGAN LEWIS

TO 1163243689400026R P.06/05

Mail to: Secretary of State
Corporations Section
1580 Boardway, Suite 200
Denver, CO 80202
(303) 894-2251
Fax (303) 894-2242

For office use only
FILED COPY

MUST BE TYPED
FILING FEE: \$10.00
MUST SUBMIT TWO COPIES


19971104000 C
\$ 10.00
SECRETARY OF STATE
07-01-97 10:04:43

Please include a typed
self-addressed envelope

CERTIFICATE OF WITHDRAWAL
OF
TRADE NAME

Pumpkin Ltd., a corporation, limited
(exact name as shown on records of the Secretary of State)
partnership or limited liability company organized under the laws of Colorado
transacting a portion of its business under an assumed or trade name as permitted by
7-71-101, Colorado Revised Statutes, hereby certifies:

1. The name, other than its own corporate, limited partnership or limited liability company name, under which such business is carried on is: Pumpkin Masters, Inc.
2. The corporate, limited partnership or limited liability company name and location of its registered office in Colorado is: Pumpkin Ltd., 201 South Franklin, Denver, Colorado 80209
3. Hereby withdraws and cancels the trade name it has been using in Colorado.

Limited Partnerships or Limited Liability Companies complete this section	Corporations complete this section
By _____ Signature	By <u>Pumpkin Ltd., A/B/A Pumpkin Masters, Inc.</u>  Its <u>President</u> Title
Its _____ (Manager, General Partner)	

TRADEMARK
REEL: 002132 FRAME: 0710

SENT BY:

10-17- 0 ; 16:44 ;

FAEGRE & BENSON-

OPR/ASSIGNMENTS:# 9/ 9

TOTAL FEE

Mail to: Secretary of State
Corporations Section
1560 Broadway, Suite 200
Denver, CO 80202
(303) 894-2251
Fax (303) 894-2242

For office use only 045

FILED COPY
19971104003 C
\$ 10.00
SECRETARY OF STATE
07-01-97 10:04:43

JUST BY TYPED
FILING FEE: \$10.00
JUST SUBMIT TWO COPIES

Please include a typed
self-addressed envelope

19971104002

CERTIFICATE OF
ASSUMED OR TRADE NAME

Pumpkin Ltd., a corporation,

being a limited partnership or limited liability company under the laws of Delaware, being
desirous of transacting a portion of its business under an assumed or trade name as permitted by 7-71-
1, Colorado Revised Statutes, hereby certifies:

The location of its principal office is: 427 E. Bayaud Avenue, Denver, Colorado 80209
(include city, state, zip)

The name, other than its own, under which business is carried on is: Pumpkin Masters, Inc.

A brief description of the kind of business transacted under such assumed or trade name is:

Manufacturing: Pumpkin Carving Kits

Limited Partnerships or Limited Liability
Companies complete this section

Corporations complete this section

Name of Entity

Pumpkin Ltd.

Name of Corporation

by _____
Signature

by Gay Burke, Pres
Signature

Title, General Partner, Manager

Its Gay Burke, President
Title

(COL-- 1992- 11/9/93)

Revised 7/95

COMPUTER UPDATE COMPLETE

TRADEMARK

RECORDED: 10/17/2001 FILE: 002132 FRAME: 0711