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

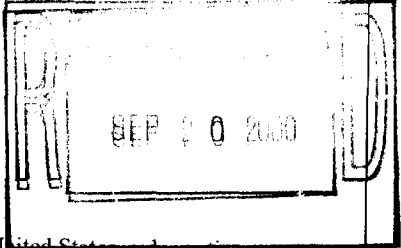
1. Name of conveying party(ies):
JEFF MILSTEIN, INC. d/b/a PAPER HOUSE PRODUCTIONS

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

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

2. Name and address of receiving party(ies):
PAPER HOUSE PRODUCTIONS, INC.
c/o Hoffman & Company
425 Park Avenue, 27th Floor
New York, New York 10022

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other



3. Nature of Conveyance:

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

Execution Date: September 14, 2000

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s) listed below

A. Trademark Application No.(s)

75/747,794 75/705,694 75/501,138 75/574,442

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: GLENN A. GUNDERSEN
DECHERT, PRICE & RHOADS
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
TEL. NO. (215) 994-2183

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41)\$115.00

- Enclosed
- Authorized to be charged to deposit account
(Including any underpayment)

8. Deposit account number: 04-0475

(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.

Glenn A. Gundersen
Name of Person Signing

Signature

September 20, 2000
Date

Total number of pages including cover sheet, attachments, and document: [3]

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF TRADEMARKS

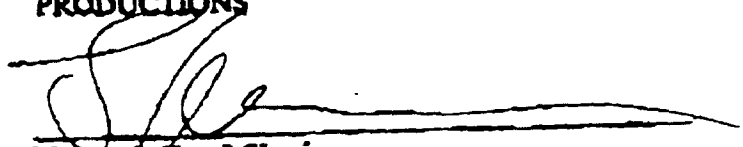
WHEREAS JEFF MILSTEIN, INC., d/b/a PAPER HOUSE PRODUCTIONS ("Assignor"), a New York corporation, with an address and place of business at 1760 Glasco Turnpike, Woodstock, NY 12498, has intended to use the trademarks shown in Schedule A (the "Trademarks") hereto in its business, and has filed applications to register the Trademarks indicating that intention but has not yet filed any allegations of use under Section 1(c) or 1(d) of the Trademark Act (15 U.S.C. 1051(c),(d)) with respect to the Trademarks;

AND WHEREAS PAPER HOUSE PRODUCTIONS, INC. ("Assignee"), a Delaware corporation with offices c/o Hoffmann & Company, 425 Park Avenue, 27th Floor, New York, NY 10022, has on this date acquired from Assignor certain assets and property used in Assignor's business and is desirous of acquiring the Trademarks, together with the applications for registration of the Trademarks shown in Schedule A hereto (the "Applications"), any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks.

AND WHEREAS Assignee is succeeding to the portion of the Assignor's business to which the Trademarks pertain, as required by Section 10 of the Trademark Act (15 U.S.C. 1060);

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, together with the Applications, any other registrations and applications for registration of the Trademarks and the goodwill of the business symbolized by the Trademarks.

JEFF MILSTEIN, INC. (d/b/a PAPER HOUSE PRODUCTIONS



Name: Jeffrey Milstein
Title:

Dated: September 14, 2000

Schedule A

JEFF MILSTEIN, INC., d/b/a PAPER HOUSE PRODUCTIONS

U.S. Trademarks

<u>Mark</u>	<u>Application No.</u>	<u>Application Date</u>
PAPERHOUSE POPOUTS & Design	75,747,794	June 22, 1999
CLIPMARK & Design	75,705,694	May 14, 1999
DOGGIE HOUSE PRODUCTIONS	75,501,138	June 12, 1998
MOVIE GREETINGS	75,574,442	November 6, 1998