

11-07-2000



101507008

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

9-13-00

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
  - Merger
  - Change of Name
  - Other
- Effective Date  
Month Day Year  
**08/22/2000**

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year  
**08/22/2000**

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)

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.)

11/06/2000 BYRNE 00000091 500709 2050030

FOR OFFICE USE ONLY

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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

**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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

**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)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2,050,030"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties** Enter the total number of properties involved. #

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$

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.

Deborah M. Lodge  
Name of Person Signing

*Deborah M. Lodge*  
Signature

9/13/2000  
Date Signed

**TRADEMARK ASSIGNMENT**

WHEREAS, Earsley Capital Corporation, a Nevada no permit entity with its corporate headquarters at 616 East Slaton Road, Lubbock, TX 79404 ("Earsley" or "Assignor"), has adopted and used, directly and/or through its authorized licensee(s), predecessors-in-interest, and/or related companies, and is the rightful owner of the common law and federally registered trademark "Victorian Village", U.S. Trademark Registration No. 2,050,030 ("the Mark"), and owns and enjoys all goodwill symbolized by said Mark; and

WHEREAS, Ames Merchandising Corporation, a Delaware corporation with its corporate headquarters at 2418 Main Street, Rocky Hill, CT 06067, is desirous of acquiring said Mark and the goodwill associated with and symbolized by said Mark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged,

1. Earsley hereby sells, assigns, transfers and sets over, to Ames Merchandising Corporation, all right, title and interest in and to said Mark, along with the goodwill of the business symbolized by said Mark, in the United States and in all foreign countries.
2. Earsley hereby warrants and represents that it has sole title and interest in and to the Mark "Victorian Village", that it has not sold, assigned, transferred or hypothecated any interest in or to that Mark, and that it is fully authorized and empowered to enter into this Agreement and effectuate the transfer contemplated hereunder.

9/22/00  
Date

EARSLEY CAPITAL CORPORATION

By: [Signature]

Title: PRESIDENT

Subscribed and sworn to before me this  
22nd day of August, 2000.

Barbara J. Allison  
Notary Public

