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09-20-2001



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HEET  
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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

attached original documents or copy thereof.

To the Honorable Commissioner of

1. Name of conveying party(ies):

Frank Kelly

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

6-4-2001

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

Execution Date: May 17, 2001

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

Name: ProMark International, Inc.

Internal Address: Suite 51

Street Address: 877 West Main Street

City: Boise State: ID ZIP: 83702

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

If assignee is not domiciled in the United States, a domestic representative designation 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 registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,987,531

Additional numbers attached?  Yes  No

RECEIVED  
MAY 4 11 20  
ASSIGNMENT DIVISION

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

Name: Bert A. Collison, Esq.

Internal Address: Nims, Howes, Collison,  
Hansen & Atkins

Street Address: 605 Third Avenue  
Suite 3500

City: New York State: NY ZIP: 10158

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

40E

(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.

Bert A. Collison  
Name of Person Signing

Bert A. Collison  
Signature

May 31, 2001  
Date

Total number of pages comprising cover sheet:

1


ASSIGNMENT

WHEREAS, Frank Kelly, an individual, with an address at 756 River Road, Fair Haven, New Jersey 07704, is the sole and exclusive owner of the following trademark registered in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
GNAWSOME	1,987,531	July 16, 1996

AND WHEREAS, ProMark International, Inc., an Idaho corporation, with an address at 877 West Main Street, Suite 51, Boise, Idaho 83702 is desirous of acquiring all the right, title and interest in and to the aforesaid trademark and the registration therefor.

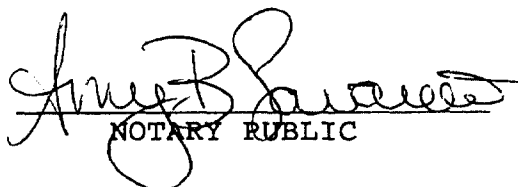
NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Frank Kelly, does hereby sell and assign and transfer as of April 27, 2001 unto ProMark International, Inc. the entire right, title, and interest in and to the trademark GNAWSOME and the federal registration therefor.

  
\_\_\_\_\_  
FRANK KELLY

STATE OF NEW JERSEY )  
                                  ) ss.:  
COUNTY OF MONMOUTH )

On this 17 day of May, 2001, before me appeared Frank Kelly, the person who signed this instrument, who acknowledges that he signed it as a free act on his behalf.


**AMY B. SAVARESE**  
NOTARY PUBLIC OF NEW JERSEY  
Commission Expires 3/27/2006

  
\_\_\_\_\_  
NOTARY PUBLIC

CONFIRMATION BY AGENT ACTING FOR AN UNDISCLOSED PRINCIPAL

WHEREAS, Farnum Companies, Inc., an Arizona corporation with a principal place of business located at 301 W. Osborn Road, Suite 2000, Phoenix, Arizona 85103, assigned on April 27, 2001, to Frank Kelly, a New Jersey citizen with an address at 756 River Road, Fair Haven, New Jersey 07704, acting as agent for an undisclosed principal, the trademark GNAWSOME for edible pet treats and chews for small animals, dogs, and cats, together with the goodwill of the business symbolized by the mark and the federal registration of said mark in the U.S. Patent and Trademark Office, Registration No. 1,987,531.

NOW, THEREFORE, Frank Kelly hereby confirms that he was acting as agent in this transaction for his principal, ProMark International, Inc., an Idaho corporation, with an address at 877 West Main Street, Suite 51, Boise, Idaho 83702, and that said ProMark International, Inc. is the owner of the trademark GNAWSOME together with the goodwill of the business symbolized by the mark and the federal registration of said mark.

  
FRANK KELLY

STATE OF NEW JERSEY )  
                              ) ss.:  
COUNTY OF MONMOUTH )

On this 17 day of May, 2001, before me appeared Frank Kelly, the person who signed this instrument, who acknowledges that he signed it as a free act on his behalf.

**AMY B. SAVARESE**  
NOTARY PUBLIC OF NEW JERSEY  
Commission Expires 3/27/2006

  
NOTARY PUBLIC

**TRADEMARK**  
REEL: 002332 FRAME: 0895

RECORDED: 06/04/2001