

08-23-2001

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)



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

Tab settings $\rightarrow \rightarrow \rightarrow$ ∇

101820996

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

1. Name of conveying party(ies):

Norman Schaut, President
Brimfield Associates, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: July 3, 2001

2. Name and address of receiving party(ies)

Name: Krause Publications, Inc.

Internal

Address: _____

Street Address: 700 E. State St.

City: Iola State: WI Zip: 54990

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Wisconsin
- 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)

REG #2,354,872 AUG 14 2001

Additional number(s) attached Yes No

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

Name: Joseph P. Thornton, ESQ.

Internal Address: _____

Krause Publications, Inc.

Street Address: 700 E. State St.

City: Iola State: WI Zip: 54990

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:

(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.

Joseph P. Thornton

Name of Person Signing

Joseph P. Thornton
Signature

August 8, 2001

Date

Total number of pages including cover sheet, attachments, and document: 1

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

08/22/2001 TDIAZ1 00000114 2354872

01 FC:481

40.00 DP

TRADEMARK
REEL: 002353 FRAME: 0436


WARRANTY BILL OF SALE
AND ASSIGNMENT

Brimfield Associates, Inc. a New Jersey corporation, ("Seller") in consideration of \$2,978,712.00, receipt whereof is hereby acknowledged, does hereby sell, assign, transfer and set over and deliver to Buyer, Krause Publications, Inc., a Wisconsin corporation ("Buyer") all right, title and interest in and to the Purchased Assets (as such term is defined in that certain Asset Purchase Agreement dated July 12, 2001, by and between Buyer and Seller).

Seller hereby represents and warrants to Buyer that: (i) Seller is the absolute owner of Brimfield Associates, Inc. and all assets of the corporation; (ii) Seller has full rights, power and authority to sell and transfer all assets of Brimfield Associates, Inc., and to make this Bill of Sale; and (iii) as of the date hereof, Seller has good and lawful title to Brimfield Associates, Inc. and all its assets and the right to sell the same, and that the assets of Brimfield Associates, Inc. are free and clear of any liens, charges, claims or encumbrances. All warranties of quality, fitness and merchantability are hereby excluded.

Seller hereby assigns to Buyer all of Buyer's right, title and interest in the telephone number (609) 926-1800 and facsimile number (609) 927-6282.

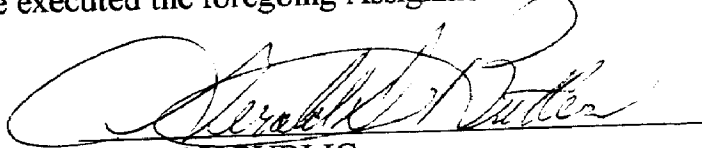
INT WITNESS WHEREOF, Seller has signed and sealed this Bill of Sale at the Offices of Philip J. Perskie, Perskie Nehmad & Perillo, 1125 Atlantic Ave., Ste. 711, Atlantic City, NJ 08401 or the Offices of Brimfield Associates, Inc. this 12th day of July, 2001.

By: 
Norman Schaut, President

ATTEST: 

STATE OF NEW JERSEY

On this 12th day of July, 2001, personally appeared Norman Schaut, of the Assignor above named and identified, and acknowledged that he executed the foregoing Assignment on behalf of Assignor as a duly authorized officer.


NOTARY PUBLIC

GERALD D. BUTLER
Notary Public of New Jersey
My Commission Expires June 28, 2004

ASSET PURCHASE AGREEMENT

Schedule 4.10

Licenses and Trademarks

Trademarks

Registered marks for 'Atlantique City', serial number 75612162, registration number 2354872, registration date June 6, 2000, see attached

Fictitious Name & Trade Name

Brimfield Associates
Brimfield

Licenses

Brimfield Associates Software, see attached