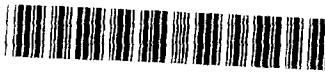


09-10-2001



Tab settings 000

To the Honorable Commissioner of Pat.

101837172

original documents or copy thereof.

1. Name of conveying party(ies):

Home Products Distribution Inc

08/30/01

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

Name: Coopers & Lybrand Limited

Internal Address:

Street Address: 145 King Street West

City Toronto, Ontario CANADA ZIP M5H 1K8

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

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

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

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

(Designation must be a separate document from Assignment)

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

3. Nature of conveyance:

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

Execution Date: June 11, 1997

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2126879

Additional numbers attached? Yes No

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

Name: Jeffrey M Samuel

Internal Address:

Street Address: 656 Timber Creek Dr

City: Akron State: OH ZIP 44333

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.

Jeffrey M. Samuel

Name of Person Signing

Jeffrey M. Samuel

Signature

8/29/01

Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

09/10/2001 AHMED1 00000023 2126879

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Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: NII Northern International Inc. (via assignment)

Registration No.: 2,126,879

Registration Date: January 6, 1998

Mark: PARADISE

BOX POST REG NO FEE

Hon. Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

**POWER OF ATTORNEY AND APPOINTMENT OF DOMESTIC
REPRESENTATIVE**

Registrant hereby appoints Jeffrey M. Samuels, Esq., whose address is 228 Pineland Drive, Copley, Ohio 44321, an attorney admitted to practice before the courts of the State of Ohio, New York, the District of Columbia, and the Commonwealth of Virginia, to maintain and accept correspondence regarding this registration and to transact all business in the United States Patent and Trademark Office in connection therewith.

NII NORTHERN INTERNATIONAL INC.

By: 

Name: Steve Gula.

Title: PRESIDENT.

Court File No. 31-205980-T

ONTARIO COURT
(GENERAL DIVISION) IN BANKRUPTCY

EXHIBIT "A"

REGISTRAR IN BANKRUPTCY) WEDNESDAY, THE 11TH
) DAY OF JUNE, 1997.
)

IN THE MATTER OF THE BANKRUPTCY OF HOME
PRODUCTS DISTRIBUTION INC., of the Town of
Markham, in the Province of Ontario

RECEIVING ORDER

UPON THE PETITION OF HONGKONG BANK OF CANADA, with a branch
office in the City of Toronto, in the Province of Ontario, a Creditor, filed the 10th day of June,
1997.

AND UPON hearing counsel for the said Creditor, and upon reading the consent
of HOME PRODUCTS DISTRIBUTION INC., filed.

AND it appearing to the court that the following act of bankruptcy has been
committed:

- (a) HOME PRODUCTS DISTRIBUTION INC. has ceased to meet its liabilities generally as they become due in that it has failed to pay its obligations to the Petitioner and to other creditors.

1. IT IS ORDERED that the said HOME PRODUCTS DISTRIBUTION INC., of the Town of Markham, in the Province of Ontario, be and is hereby adjudged bankrupt and a Receiving Order is hereby made against the said HOME PRODUCTS DISTRIBUTION INC.

2. IT IS FURTHER ORDERED that COOPERS & LYBRAND LIMITED, of the City of Toronto, in the Province of Ontario, be and is hereby appointed trustee of the estate of the said bankrupt.

3. AND IT IS FURTHER ORDERED that the said trustee give security in an amount to be fixed by the Official Receiver pursuant to subsection 16(1) of the *Bankruptcy and Insolvency Act*.

4. AND IT IS FURTHER ORDERED that the costs of and incidental to the Petition and Order be paid to the Petitioner out of assets of the estate upon assessment thereof.

" J. M. FERRON "
Registrar in Bankruptcy



ONTARIO COURT
(GENERAL DIVISION)
IN BANKRUPTCY
REGISTRAR, HEREBY CERTIFY
THAT ABOVE AND ATTACHED
HERETO IS CONTAINED A TRUE
COPY OF THE RECEIVING
ORDER MADE BY THIS COURT

COUR DE L'ONTARIO
(DIVISION GÉNÉRALE)
EN MATIÈRE DE FAILLITE
GREFFIER, ATTESTE PAR LA PRÉSENTE
QUE LE TEXTE CI-DESSUS ET CI-JOINT
CONSTITUE UNE COPIE CONFORME
À L'ORDONNANCE DE SÉQUESTRE
RENDUE PAR CETTE COUR

ON THE 11TH DAY OF JUNE 19 97
LE JOUR DE

" J. M. FERRON "
LOCAL REGISTRAR
ONTARIO COURT
(GENERAL DIVISION)
GREFFIER LOCAL
COUR DE L'ONTARIO
(DIVISION GÉNÉRALE)

Court File No. 31-205980-7

TO: HOME PRODUCTS DISTRIBUTION INC.

ONTARIO COURT
(GENERAL DIVISION) IN BANKRUPTCY

YOU, S, being the President of the within named bankrupt corporation, are required pursuant to Section 161 of the Bankruptcy and Insolvency Act to attend at the office of the Official Receiver, at 25 St. Clair Avenue East, Toronto, Ontario on the _____ day of _____, 1997 at the hour of _____ o'clock in the _____ noon, there to answer such questions with respect to the conduct of the aforesaid bankrupt, the causes of its bankruptcy and the disposition of its property as may be put by the said Official Receiver, and TAKE NOTICE that if you fail to present yourself for examination the court may by warrant cause you to be apprehended and brought up for examination and may order you to be committed to the common gaol for a term not exceeding three years.

IN THE MATTER OF THE BANKRUPTCY OF HOME PRODUCTS DISTRIBUTION INC., of the Town of Markham, in the Province of Ontario

RECEIVING ORDER

Official Receiver

The solicitor for the
Petitioning Creditor is
Baker & McKenzie whose address is:
Barristers & Solicitors
BCE Place, 181 Bay Street
Suite 2100, P.O. Box 874
Toronto, Ontario
M5J 2T3

Baker & McKenzie
Barristers & Solicitors
BCE Place, 181 Bay Street
Suite 2100, P.O. Box 874
Toronto, Ontario
M5J 2T3

Daniel F. Hirsh
(416) 865-6945

Solicitors for the Petitioner

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on company filed, R.O. Coopers
Coopers