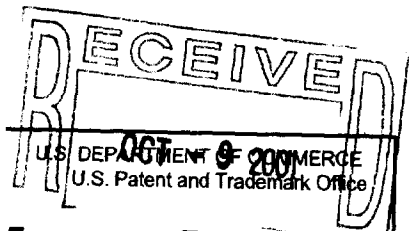


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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

1. Name of conveying party(ies): Long Island Distributing Co. Limited. Association. Other Corporation - Canada. Additional name(s) of conveying party(ies) attached? No

2. Name and address of receiving party(ies) Name: Elizabeth Einfeld. Address: 23 Curley Street, Long Beach, N.Y., 11561. Individual(s) citizenship: U.S.A.

3. Nature of conveyance: Assignment. Execution Date: July 18, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) RN 1,901,208; 1,924,340; 1,939,089

5. Name and address of party to whom correspondence concerning document should be mailed: Name: David S. Kashman, Esq. Internal Address: Gottlie Rackman & Reisman, PC. Street Address: 270 Madison Avenue. City: New York State: N.Y. Zip: 10016

6. Total number of applications and registrations involved: 3. 7. Total fee (37 CFR 3.41): \$ 90.00. Enclosed. Deficiency (if any) Authorized to be charged to deposit account

8. Deposit account number: No. 07-1730. (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. David S. Kashman, Esq. Signature: David S. Kashman Date: October 4, 2001

Total number of pages including cover sheet, attachments, and document: 6

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

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Canada)
 Province of Ontario)
 City of Toronto)
 Consulate General of the)
 United States of America)

SS: CERTIFICATE OF AUTHENTICATION

I, the undersigned,

Robert A. Callard

Consul of the United States of America at Toronto,
 Ontario, Canada, duly commissioned and qualified do hereby
 certify that

-----Alain Mosse-----

whose (fascimile) (true) signature and seal are, respectively,
 subscribed and affixed to the annexed document was, at the
 time of (attaching) (subscribing) the same

**Recording Officer Secretary of the Management Board of Cabinet, Province
 of Ontario, Canada**

to whose official acts faith and credit are due. For the
 contents of the annexed document, I assume no responsibility.

IN WITNESS WHEREOF I have hereunto set my hand and
 affixed the seal of the Consulate General of the United States
 of America at Toronto, Ontario, Canada
 this, 2nd day of August 2001

(SEAL)

Robert A. Callard
 Consul of the United States of America

01/21/00

TRADEMARK

REEL: 002384 FRAME: 0316



THE MANAGEMENT BOARD OF CABINET

I HEREBY CERTIFY AS FOLLOWS:

RICHARD JAY PARR

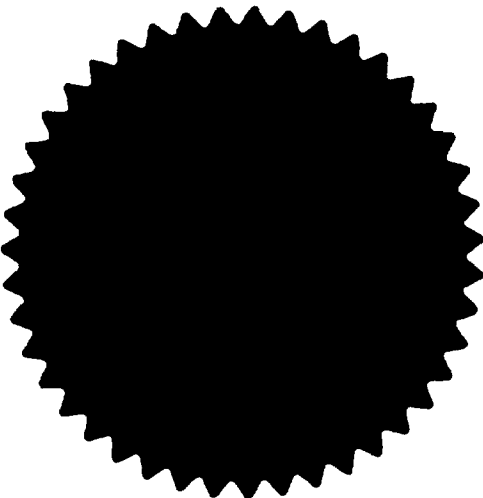
of the Province of Ontario, whose name is subscribed to the attached Instrument, was, at the time of subscribing thereto, a NOTARY PUBLIC in and for the Province of Ontario, Canada, duly commissioned and duly authorized by the laws thereof to administer oaths, to take affidavits and to certify the proof of deeds and other instruments in writing to be recorded within the said Province;

I FURTHER CERTIFY THAT I have compared the signature of the said NOTARY PUBLIC subscribed to the attached Instrument with the specimen signature of the said NOTARY PUBLIC filed in this office and verily believe the said signature to be genuine; and THAT I have compared the impression of the Seal of the said NOTARY PUBLIC appearing on the attached Instrument with the specimen of the Seal filed in this office and verily believe the impression of the Seal to be genuine.

IN TESTIMONY WHEREOF I have hereunto set my Hand and affixed the Seal of the Management Board of Cabinet of the Province of Ontario at the City of Toronto in the said Province this first day of August, A.D. 2001.

A handwritten signature in cursive script, appearing to read "O'Brien".

for SECRETARY OF THE MANAGEMENT BOARD OF CABINET



TRADEMARK

REEL: 002384 FRAME: 0317

ASSIGNMENT

THIS ASSIGNMENT made this 18th day of July, 2001

FROM: LONG ISLAND DISTRIBUTING CO. LIMITED,
formerly of 335 Steelcase Road East
Markham, Ontario, Canada
L3R 1G3
and presently of 82 Berkindale Drive
Willowdale, Ontario, Canada
M2L 2A1 ("Long Island") by its Receiver and
Manager, Schonfeld Inc.

TO: ELIZABETH ELFELD, of
23 Curley Street
Long Beach, New York 11561
U.S.A.

("Elfeld")

The undersigned Long Island, by its Receiver and Manager Schonfeld Inc., in consideration of the sum of U.S. Six Thousand Dollars (\$6,000.00 U.S.) and other good and valuable consideration now paid to it by Elfeld, the receipt of all of which consideration is hereby acknowledged by Long Island, does hereby sell and assign to Elfeld all its right, title and interest for Canada and the United States in and to the trade-mark KIDZ BIZ, and in and to the Canadian and U.S. trade-mark registrations therefor as identified in Schedule "A" hereto which forms a part of this assignment, and also including the goodwill of all business connected with the use of and symbolized by the trade-mark KIDZ BIZ and each of the registrations therefor.

IN WITNESS of which Long Island, by its Receiver and Manager Schonfeld Inc., has duly executed this assignment as of the above date.

**LONG ISLAND DISTRIBUTING CO. LIMITED.
By its Receiver and Manager
Schonfeld Inc.**

By: 
Harlan Schonfeld, President of Schonfeld Inc.

TRADEMARK

REEL: 002384 FRAME: 0319

SCHEDULE "A"

Canadian Trade-Marks

1. Canadian trade-mark registration No. TMA405,554, registered November 27, 1992 for KIDZ BIZ.
2. Canadian trade-mark registration No. TMA418,523, registered October 22, 1993 for KIDZ BIZ.
3. Canadian trade-mark registration No. TMA424,001, registered March 4, 1994 for KIDZ BIZ.
4. Canadian trade-mark registration No. TMA424,006, registered March 4, 1994 for KIDZ BIZ.
5. Canadian trade-mark registration No. TMA424,726, registered March 4, 1994 for KIDZ BIZ.
6. Canadian trade-mark registration No. TMA426,687, registered April 29, 1994 for KIDZ BIZ.

U.S. Trademarks

7. U.S. trademark registration No. 1,901,208, registered June 20, 1995 for KIDZ BIZ.
8. U.S. trademark registration No. 1,924,340, registered October 3, 1995 for KIDZ BIZ.
9. U.S. trademark registration No. 1,939,089, registered December 5, 1995 for KIDZ BIZ.