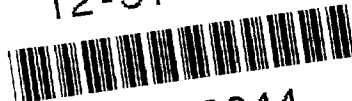


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EET U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office Attorney Dkt: LI-1 (#90249)

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

1. Name of conveying party(ies): Just Your Pal, LLC

12.27.01

- Individual(s) Association General Partnership Limited Partnership Corporation-State: Ohio 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: December 7, 2001

2. Name and address of receiving party(ies)

Name: Paula A. Luciano Internal Address:

Street Address: 32118 Canyon Crest Court City: Westlake Village State: CA Zip: 91361

- Individual(s) citizenship US 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 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) see attached Exhibit A

B. Trademark Registration No.(s) see attached Exhibit A

Additional number(s) attached Yes No

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

Name: D. Peter Hochberg Internal Address: D. PETER HOCHBERG CO., L.P.A. 1940 East 6th Street - 6th Floor Cleveland OH 44114 Street Address: 1940 East 6th Street City: Cleveland State: OH Zip: 44114

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41) \$ 390.00 Enclosed credit card payment form 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.

Katherine R. Vieyra Name of Person Signing

Signature

December 7, 2001 Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK REEL: 002414 FRAME: 0441

## EXHIBIT A

<u>Registration No.</u>	<u>Issued</u>	<u>Trademark</u>	<u>Attorney Dkt. No.</u>
1,884,153	Mar. 14, 1995	JUST YOUR PAL	LI6051US
1,981,432	Jun. 18, 1996	GLAD PAD	LI6275US
1,974,043	May 14, 1996	WISH WATCH	LI6307US
2,211,332	Dec. 15, 1998	MERMEE	LI6355US
2,265,171	July 27, 1999	WISH STAR	LI6359US
2,239,064	Apr. 13, 1999	WISH-A-ROO	LI6362US
2,054,425	Apr. 22, 1997	WISH-A-ROO	LI6362US.1
2,283,226	Oct. 5, 1999	MONKEY B.	LI6928US
2,267,357	Aug. 3, 1999	CALI FLOWER	LI7013US
2,302,120	Dec. 21, 1999	POMP O'DOR	LI7017US
2,406,375	Nov. 21, 2000	WISH-A-ROO PARK	LI7114US
2,414,065	Dec. 19, 2000	WISH-A-ROO PARK	LI7114US.2

<u>Application No.</u>	<u>Filing Date</u>	<u>Mark</u>	<u>Attorney Dkt No.</u>
75/191,944	Nov. 4, 1996	WISH-A-ROO	LI6362US.2
75/640,600	Feb. 16, 1999	WISH-A-ROO	LI6362US.3
75/891,839	Jan. 7, 2000	WISH-A-ROO PARK	LI7114US.1

**ASSIGNMENT**

WHEREAS, **JUST YOUR PAL, LLC**, a corporation of the State of Ohio, located at Corporate Circle 360, 30050 Chagrin Boulevard, Pepper Pike, Ohio 44124, has adopted and is using in its business the Trademark Registrations and Applications set forth in Exhibit A attached hereto;

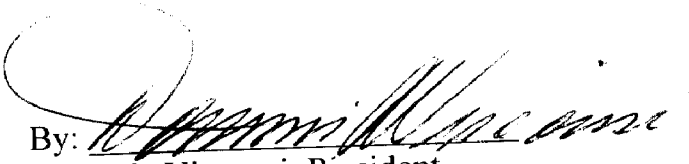
WHEREAS, **PAULA A. LUCIANO**, an individual citizen of the United States, residing at 32118 Canyon Crest Court, Westlake Village, CA 91361, is desirous of adopting said Trademark Registrations and Applications, and any trademark registrations that may issue from such Applications;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, **JUST YOUR PAL, LLC**, by these presents does hereby sell, assign and transfer unto **PAULA A. LUCIANO** all rights, title and interest in and to the said Trademark Registrations and Applications, and all trademark registrations that may issue from such Applications, together with that part of the goodwill of the business connected with the use of and symbolized by the trademark registrations and applications as identified in Exhibit A.

**JUST YOUR PAL, LLC**

Date:

12/7/01

By:   
Dominic Visconsi, President