

9.3.02

09-09-2002

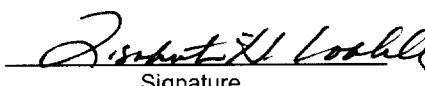
Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



102215792

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

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

<p>1. Name of conveying party(ies): Insty-Prints, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Minnesota <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>Allegra Holdings LLC</u> Internal Address: _____ Street Address: <u>1800 West Maple Rd.</u> City: <u>Troy</u> State: <u>MI</u> Zip: <u>48084</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Michigan Limited Liability Co.</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>January 31, 2002</u></p>	<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) <u>1377524</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Lisabeth H. Coakley</u> Internal Address: _____ <u>Harness, Dickey & Pierce, PLC</u> Street Address: <u>5445 Corporate Dr.</u> City: <u>Troy</u> State: <u>MI</u> Zip: <u>48098</u></p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>08-0750</u> (Attach duplicate copy of this page if paying by deposit account)</p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature. <i>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.</i></p> <p><u>Lisabeth H. Coakley</u> Name of Person Signing</p> <p> Signature</p> <p><u>Sept. 3, 2002</u> Date</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: 11</p>	

OFFICE OF PUBLIC RECORDS
FINANCE SECTION
2002 SEP -3 AM 9:17

09/09/2002 LNUELLER 00000015 080750 1377524
01 FC:481 40.00 CH

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

TRADEMARK
REEL: 002577 FRAME: 0818

**ASSIGNMENT OF
INTELLECTUAL PROPERTY**

THIS ASSIGNMENT (hereinafter "Assignment") is entered into this 31st day of January, 2002, by and among **INSTY-PRINTS, INC.**, a Minnesota corporation, **IPI, INC.**, a Minnesota corporation (hereinafter each referred to as an "Assignor" and together as "Assignors"), and **ALLEGRA HOLDINGS LLC**, a Michigan limited liability company (hereinafter "Assignee"). All capitalized terms used but not defined in this Assignment will have the meaning ascribed to them in that certain Asset Purchase Agreement dated November 15, 2001 by and among Assignee and Assignors (hereinafter "the Agreement").

WHEREAS, Assignors may have certain rights in and to issued domestic and foreign patents, patent applications, patent applications in process, trademarks, trademark registrations, trademark registrations applications, service marks, service mark registration applications, service mark registrations, copyrights, copyright registrations, copyright registration applications, license agreements, logos, trade names, slogans, know-how, proprietary information and trade secrets which are presently used in and/or necessary to conduct the Business, including, without limitation, the trademarks and services marks described on Schedule A hereto (the "Trademarks") and the copyrights described on Schedule B hereto (the "Copyrights") (all of the foregoing are hereinafter referred to as the "Intellectual Property");

WHEREAS, pursuant to the Agreement, Assignee shall acquire whatever right, title and interest in, to and under the Intellectual Property that each Assignor currently possesses.

NOW, THEREFORE, pursuant to the Agreement and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties do hereby agree as follows:

1. Each Assignor does hereby sell, assign, transfer and set over to Assignee all its right, title and interest in, to and under the Intellectual Property, together with all rights and privileges granted and secured thereby (and the goodwill of the business symbolized by any marks or names), including the right to sue and recover for any past violation, said rights to be held and enjoyed by Assignee, for its own use and benefit and for the use and benefit of its successors, assigns, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by such Assignor if this Assignment and sale had not been made.

2. Assignors agree to execute any and all powers of attorney, assignments, declarations, affidavits, divisional, continuation, continuation-in-part, reissue and substitute applications and any other papers in connection therewith necessary to perfect all right, title and interest in Assignee. Assignors will testify in any legal proceedings, make lawful oaths and declarations, and generally take all actions necessary to vest title in Assignee in the Intellectual Property in any applicable country.

3. This Assignment shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

IN TESTIMONY WHEREOF, Assignors have executed this Assignment by its proper officers thereunto duly authorized.

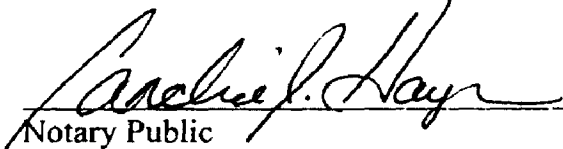
ASSIGNORS:

INSTY-PRINTS, INC., a Minnesota corporation

By: 
David C. Oswald, President

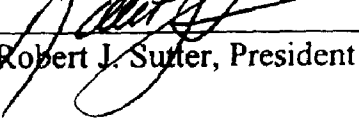
STATE OF MINNESOTA)
)SS
COUNTY OF HENNEPIN)

Subscribed and sworn to before me
this 31st day of January, 2002.


Notary Public

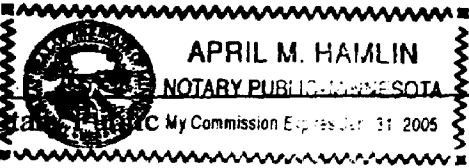
My Commission Expires:

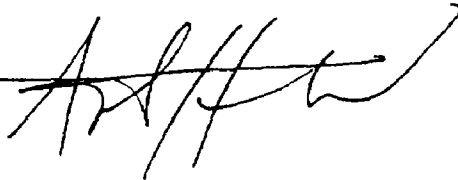
IPI, INC., a Minnesota corporation

By: 
Robert J. Sutter, President

STATE OF MINNESOTA)
)SS
COUNTY OF HENNEPIN)

Subscribed and sworn to before me
this 31st day of January, 2002.





My Commission Expires:

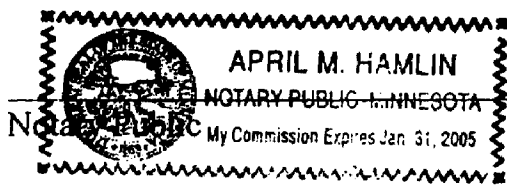
ASSIGNEE:

ALLEGRA HOLDINGS LLC, a Michigan
limited liability company

By: Mark A. Crowley
Mark A. Crowley, Vice President of Finance

STATE OF MINNESOTA)
)SS
COUNTY OF HENNEPIN)

Subscribed and sworn to before me
this 31st day of January, 2002.



[Handwritten signature]

My Commission Expires:

**Schedule A
Intellectual Property**

Trademarks

<u>MARK/COUNTRY</u>	<u>FILED</u>	<u>APPL. NO.</u>	<u>REG. DATE</u>	<u>REG NO.</u>	<u>STATUS</u>
<u>A IMPRESSAO DO SEU NEGOCIO</u>					
BRAZIL	9/30/1996	819492949			ABANDONED
37 -					
DOCS					
UNITED STATES	9/11/1995	74/727,096	11/18/1997	2,114,865	REGISTERED
35 - DOCUMENT REPRODUCTION SERVICES					
<u>EVERYTHING BEGINS WITH A DREAM. . .</u>					
UNITED STATES	2/12/1990	74/027,873	10/30/1990	1,620,575	ABANDONED
42 - PRINTING SERVICES					
IN THE KNOW					
UNITED STATES	10/18/1999	75/825,832	7/31/2001	2,474,386	REGISTERED
16 - PRINTED MATTER, NAMELY, BROCHURES AND NEWSLETTERS RELATING TO GRAPHIC DESIGN, PRINTING AND COPYING					
<u>INPRINT</u>					
UNITED STATES	1/23/1998	75/422,496			ABANDONED
42 - PRINTING SERVICES					
<u>INSTY</u>					
HONG KONG	8/8/1973	94573	5/20/1974	5661974	ABANDONED
16 - PAPER AND PAPER ARTICLES, CARDBOARD AND CARDBOARD ARTICLES; PRINTED MATTER					
TAIWAN	6/7/1984	7326521	4/16/1985	15713	ABANDONED
08 - PRINTING SERVICES					
UNITED KINGDOM	7/1/1970	961841	3/5/1973	961841	ABANDONED
16 - PRINTING APPARATUS AND MACHINES, AND COPYING MACHINES, ALL FOR OFFICE USE, AND PARTS AND FITTINGS INCLUDED IN CLASS 16 FOR ALL THE AFORESAID GOODS; LITHOGRAPHIC PRINTING PLATES; PAPER INCLUDED IN CLASS 16; PRINTED MATTER; PHOTOGRAPHIC PRINTS, PRINTERS' TYPE, CLICHES (STEREOTYPE) RIBBONS FOR PRINTING AND PRINTERS' BLANKETS (NON-TEXTILE)					
INSTY PRINTS					
CANADA	8/22/1973	367431	12/13/1974	203803	REGISTERED
SM - LITHOGRAPHIC OFF-SET PRINTING SERVICES PERFORMED IMMEDIATELY WHILE THE CUSTOMER WAITS					
ISRAEL	4/7/1971	33523	4/7/1971	33523	ABANDONED
42 - PRINTING SERVICES					
JAPAN	4/13/1987	402651987	12/25/1989	2196419	REGISTERED
26 - NEWSPAPERS, MAGAZINES, BOOKS, AND OTHER PRINTED MATTERS					
JAPAN	7/24/1973	1189401973	9/2/1977	1279750	ABANDONED
26 - NEWSPAPERS, MAGAZINES, BOOKS AND OTHER PRINTED MATTERS					
SOUTH AFRICA	1/3/1972	720234	12/1/1972	720234	ABANDONED
35 - PRINTING SERVICES, INCLUDED IN THIS CLASS					
UNITED KINGDOM	7/1/1970	961840	10/13/1971	961840	REGISTERED
09 - PHOTOCOPYING, ELECTROPHOTOGRAPHY, AND PHOTO-PRODUCING INSTRUMENTS AND APPARATUS; PHOTOMECHANICAL, ELECTROSTATIC AND ELECTROPHOTOGRAPHIC PRINTING AND COPYING MACHINES AND APPARATUS, AND DEVELOPING MACHINES INCLUDED IN CLASS 9 AND APPARATUS FOR USE THEREWITH, AND PARTS AND FITTINGS INCLUDED IN CLASS 9 FOR ALL THE AFORESAID GOODS					
UNITED STATES	12/2/1966	72/259,946	8/6/1968	854,347	REGISTERED

INSTY PRINTS & DESIGN (IN HEBREW)

ISRAEL	5/14/1972	35455	5/14/1972	35455	ABANDONED
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42 - PRINTING SERVICES**INSTY-LINK**

UNITED STATES	12/29/1995	75/042,110	7/15/1997	2,080,199	REGISTERED
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42 - COMPUTER BULLETIN BOARD SERVICES IN THE FIELD OF THE COMMERCIAL PRINTING OF DOCUMENTS

INSTY-PRINTS

BRAZIL	8/3/1995	818723947			ABANDONED
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35 - PRINTING SERVICES

POLAND	4/4/1996	Z158349	11/19/1999	110490	REGISTERED
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42 - PRINTING SERVICES

INSTY-PRINTS BUSINESS PRINTING SERVICES

BRAZIL	8/3/1995	818723939	1/6/1998	818723939	REGISTERED
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42 - PHOTOCOPYING AND REPRODUCTION OF DOCUMENTS FOR OTHERS

POLAND	4/4/1996	Z158350	7/26/1999	112089	REGISTERED
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42 - PRINTING AND PUBLISHING SERVICES

UNITED STATES	5/15/1991	74/166,825	9/1/1992	1,712,108	REGISTERED
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35 - REPRODUCTION OF DOCUMENTS FOR OTHERS

42 - PRINTING SERVICES

INSTY-PRINTS BUSINESS PRINTING SERVICES & DESIGN

CANADA	9/22/1992	713355	12/29/1995	452333	REGISTERED
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SM - DOCUMENT REPRODUCTION SERVICES AND PRINTING SERVICES

UNITED STATES	7/2/1992	74/290,683	9/28/1993	1,795,211	REGISTERED
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35 - DOCUMENT REPRODUCTION SERVICES

42 - PRINTING SERVICES

INSTY-PRINTS PLUS

UNITED STATES	11/3/1975	73/067,869	7/27/1976	1,045,054	REGISTERED
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35 - PRINTING SERVICES

INSTY-PRINTS PRINTING FOR BUSINESSES

POLAND	5/15/1997	Z173471	6/1/2000	121152	REGISTERED
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42 - PRINTING SERVICES

INSTY-WEB

UNITED STATES	12/29/1995	75/043,132	9/9/1997	2,095,890	REGISTERED
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42 - CUSTOM PREPARATION OF HOME PAGES AND SITES FOR A GLOBAL COMPUTER NETWORK

KARTEESE & DESIGN

MINNESOTA	8/2/1982		7913		ABANDONED
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35 - PRINTING SERVICES**KNOW NOW**

UNITED STATES	10/18/1999	75/824,641	8/29/2000	2,381,459	REGISTERED
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16 - PRINTED MATTER, NAMELY, BROCHURES AND NEWSLETTERS RELATING TO GRAPHIC DESIGN, PRINTING AND COPYING

MAXIMUM IMPACT...MINIMUM BUDGET!

UNITED STATES	4/26/1994	74/517,570	5/30/1995	1,896,432	ABANDONED
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35 - DOCUMENT REPRODUCTION SERVICES**42 - PRINTING SERVICES**

MISCELLANEOUS DESIGN (WIZARD)

CANADA 8/22/1973 367432 6/7/1974 199617 REGISTERED

SM - PRINTING SERVICES

INDIA 4/29/1982 389369 3/31/1992 389369 ABANDONED

16 - PRINTED MATTER AND PUBLICATIONS INCLUDED IN CLASS 16

ISRAEL 4/7/1971 33524 4/7/1971 33524 ABANDONED

42 - PRINTING SERVICES

JAPAN 4/13/1987 402661987 4/23/1990 2224772 ABANDONED

26 - NEWSPAPERS, MAGAZINES, BOOKS, . . . AND OTHER PRINTED MATTERS; DRAWINGS AND PAINTINGS; SCULPTURES; AND PHOTOGRAPHS

JAPAN 9/5/1973 1420101973 6/27/1977 1279751 ABANDONED

26 - BOOKS, MAGAZINES, NEWSPAPERS, MAPS, PAMPHLETS, CATALOGS AND OTHER PRINTED MATTERS, DRAWINGS AND PAINTINGS, SCULPTURES AND PHOTOGRAPHS

SOUTH AFRICA 1/3/1972 720235 12/1/1972 720235 ABANDONED

35 - PRINTING SERVICES, INCLUDED IN THIS CLASS

TAIWAN 6/7/1984 7326522 4/16/1985 15714 ABANDONED

08 - PRINTING SERVICES

UNITED KINGDOM 7/30/1971 978543 7/24/1972 978543 ABANDONED

16 - PRINTING APPARATUS AND MACHINES, AND COPYING MACHINES (NON-PHOTOGRAPHIC), ALL FOR OFFICE USE, AND PARTS AND FITTINGS INCLUDED IN CLASS 16 FOR ALL THE AFORESAID GOODS; LITHOGRAPHIC PRINTING PLATES; ADVERTISING MEDIA, PAPER, PAPER ARTICLES, CARDBOARD AND CARDBOARD ARTICLES, ALL INCLUDED IN CLASS 16; PRINTED MATTER, PHOTOGRAPHIC PRINTS, PRINTERS' TYPE, CLINCHES

UNITED KINGDOM 7/30/1971 978541 6/28/1972 978541 ABANDONED

07 - PRINTING APPARATUS INCLUDED IN CLASS 7, PRINTING MACHINES (NOT FOR OFFICE USE) AND PRINTING PRESSES; AND PARTS AND FITTINGS INCLUDED IN CLASS 7 FOR ALL THE AFORESAID GOODS; PRINTING PLATES AND PRINTING ROLLERS FOR MACHINES

UNITED KINGDOM 7/30/1971 978542 7/24/1972 978542 ABANDONED

09 - PHOTOCOPYING, ELECTROPHOTOGRAPHING, AND PHOTO-PRODUCING INSTRUMENTS, AND APPARATUS; PHOTOMECHANICAL, ELECTROSTATIC AND ELECTROPHOTOGRAPHIC PRINTING AND COPYING MACHINES AND APPARATUS; DEVELOPING MACHINES; AND APPARATUS FOR USE THEREWITH, ALL INCLUDED IN CLASS 9, AND PARTS AND FITTINGS INCLUDED IN CLASS 9 FOR THE AFORESAID GOODS

UNITED STATES 12/2/1966 72/259,947 8/20/1968 855,285 REGISTERED

35 - PRINTING SERVICES

PRESSING NEEDS

UNITED STATES 8/24/1987 680,009 5/10/1988 1,487,939 ABANDONED

42 - PRINTING SUPPLIES DISTRIBUTORSHIP SERVICES

REAL PRINTING REAL FAST

UNITED STATES 4/26/1994 74/517,163 9/26/1995 1,922,357 REGISTERED

35 - DOCUMENT REPRODUCTION SERVICES

42 - PRINTING SERVICES

THAT'S MY PRINTER

UNITED STATES 5/20/1985 73/538,562 1/21/1986 1,379,761 REGISTERED

42 - CUSTOM PRINTING SERVICES

THE PRINT-HOUSE EXPRESS

UNITED STATES 1/4/1985 73/516,219 1/7/1986 1,377,524 REGISTERED

35 - PHOTOCOPYING SERVICES

42 - OFFSET PRINTING SERVICES

THE WIZ OF THE PRINTING BIZ

UNITED STATES 8/26/1976 73/097,888 6/14/1977 1,067,856 REGISTERED

35 - CUSTOM PRINTING SERVICES

WE DO EVERYTHING BUT MAKE YOU WAIT!

UNITED STATES 9/15/1982 73/385,608 10/18/1983 1,254,854 REGISTERED

42 - CUSTOM PRINTING SERVICES

YES WE CAN!

UNITED STATES 8/26/1976 73/097,887 5/24/1977 1,066,387 REGISTERED

35 - CUSTOM PRINTING SERVICES

YOU'LL LOOK GOOD. ON PAPER.

UNITED STATES 2/21/1989 73/781,948 1/9/1990 1,577,006 ABANDONED

42 - PRINTING SERVICES

SCHEDULE B

Copyright Registrations

<u>Title</u>	<u>REG NO.</u>
Insty-Prints. By Manette, Inc.	RE-661-028
Customer handling.	PA-241-689
Upgrading at the counter.	PA-241-690
Proper use of the telephone.	PA-255-135
Insty-Prints.	PA-365-308
Insty-Prints.	PA-405-390
1989 radio commercials.	PA-413-301
Bet you thought all printers were the same	TX-274-362
Insty-Prints Wizard software, CPM version: instruction manual	TX-1-021-728
Insty-Prints marketing manual.	TX-1-109-303
Smart marketing.	Txu-267-609
Insty-Prints. You'll look good. On paper.	VA-350-164
Insty-Prints—You'll Look Good. On Paper.	VA-361-465

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