

12-26-2002

Form PTO
(Rev. 10/01)
OMB No. 1



FORM COVER SHEET
MARKS ONLY

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

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

1. Name of conveying party(ies):

The Paper Magic Group, Inc.

12/18/02

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

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

3. Nature of conveyance:

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

Execution Date: 10/28/02

2. Name and address of receiving party(ies)

Name: Target Brands, Inc.

Internal Address: TPS-3165

Street Address: 1000 Nicollet Mall

City: Minneapolis State: MN Zip: 55403

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

OFFICE OF PRODUCTION RECORDS
2002 DEC 13 AM 10:23
FINANCE SECTION

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,528,083

Additional number(s) attached Yes No

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

Name: Target Brands, Inc.

Internal Address: TPS-3165

Street Address: 1000 Nicollet Mall

City: Minneapolis State: MN Zip: 55403

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:

20-0089

DO NOT USE THIS SPACE

9. Signature.

Toni Dembski-Brandl

Name of Person Signing

Toni Dembski Brandl
Signature

12/13/02
Date

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

3

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

12/24/2002 DBYRNE 0000062 200089 2528083

01 FC:8521 40.00 CH

TRADEMARK
REEL: 002638 FRAME: 0877

AGREEMENT

This Agreement executed this 28th day of October, 2002, by and between THE PAPER MAGIC GROUP, INC., a corporation of the State of Delaware, hereinafter referred to as "ASSIGNOR," and TARGET BRANDS, INC., 1000 Nicollet Mall, TPS-3165, Minneapolis, MN 55403, a corporation of the State of Minnesota, hereinafter referred to as "ASSIGNEE".

WHEREAS, ASSIGNOR owns the entire right, title and interest to the mark HOLIDAY IMAGES as a trademark for greeting cards, and United States Registration 2,528,083 in the United States Patent and Trademark Office for such mark, together with the goodwill of the business symbolized by such mark for such goods; and

WHEREAS, ASSIGNEE desires to purchase the mark which forms the subject matter of Registration 2,528,083, together with such application and the goodwill of the business symbolized by such mark.

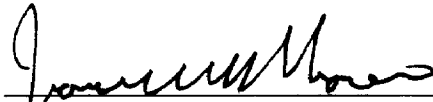
NOW, THEREFORE, for good and valuable consideration, and for the covenants and obligations hereinafter set forth, the parties agree as follows:

1. ASSIGNOR hereby sells, assigns and transfers its right, title and interest in and to the mark HOLIDAY IMAGES for greeting cards, together with the entire right, title and interest to Registration 2,528,083, and the goodwill of the business symbolized by the mark HOLIDAY IMAGES for greeting cards and all choses in action.

2. ASSIGNOR agrees to execute the Assignment annexed hereto and to permit recordation of such Assignment in the United States Patent and Trademark Office to effect the transfer of title of Registration 2,528,083 to ASSIGNEE, together with the transfer of the mark which forms the subject matter of such application and the goodwill of the business symbolized by such mark.

IN WITNESS WHEREOF the parties hereto have executed this Agreement effective the
date first above written.

THE PAPER MAGIC GROUP, INC.

By: 

Name: Frank Macero

Title: President-Winter Division

TARGET BRANDS, INC.

By: 

Name: Toni Dembski-Brandl

Title: Assistant Corporate Secretary