

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

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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).</p> <p><b>NEPTUNE WHOLESAL, INC. NEPTUNE WHOLESAL</b></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 <u>Florida</u>  <input type="checkbox"/> Other _____</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <b>AMERICAN PROMOTIONAL EVENTS, INC.</b></p> <p>Internal Address: _____  Street Address: _____  Address: <u>4511 Helton Drive</u>  City: <u>Florence</u> State: <u>AL</u> Zip: <u>35630</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>Alabama</u>  <input type="checkbox"/> Other _____</p>
<p>3. Nature of conveyance:</p> <p><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>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Execution Date: <u>March 3, 2003</u></p>	

<p>4. Application number(s) or registration number(s).</p> <p>A. Trademark Application No.(s) <b>SEE ATTACHED SCHEDULE A</b></p>	<p>B. Trademark Registration No (s) <b>SEE ATTACHED SCHEDULE A</b></p>
<p>Additional number(s) attached <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Sondra D Schol</u></p> <p>Internal Address: <u>Blackwell Sanders Peper Martin</u></p> <p>Street Address: <u>720 Olive Street - 24<sup>th</sup> Floor</u></p> <p>City: <u>St. Louis</u> State: <u>MO</u> Zip: <u>63101</u></p>	<p>6. Total number of applications and registrations involved..... <span style="border: 1px solid black; padding: 2px;">9</span></p> <p>7. Total fee (37 CFR 3.41)..... \$ <u>240.00</u></p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account 11-0160</p> <p>If insufficient, please debit Deposit Account Number</p> <p>8. Deposit account number: <u>11-0160</u></p>
<p>(Attach duplicate copy of this page if paying by deposit account)</p>	

**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*

Sondra D Schol                                            May 28 2003  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments and documents  

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

**SCHEDULE A****U.S. TRADEMARK REGISTRATIONS**

<b>TRADEMARK</b>	<b>REG. NO.</b>
COLOR BLAST	2003584
CRACKLING COBRA	2124101
MAD MAX	2041074
NEPTUNE	2089557
PITBULL	2025920
TITANIUM SALUTE	2510660

**U.S. TRADEMARK APPLICATIONS**

<b>TRADEMARK</b>	<b>APP. NO.</b>
FIREWORKS USA	78/106264
MAD DEMON	78/208759
USA GLOBAL PROMOTIONS	78/106260

**ASSIGNMENT**

WHEREAS, Neptune Wholesale, Inc., also known as Neptune Wholesale, a Florida corporation doing business at 768 East Dania Beach Blvd., Dania Beach, Florida 33004 (hereinafter "Assignor"), has adopted, used and is using in its business and is the owner of the entire right, title and interest in and to the trademarks and corresponding trademark registrations and applications listed on Schedule A, a copy of which is attached (collectively hereinafter "the Marks").

WHEREAS, American Promotional Events, Inc., an Alabama corporation, having its principal office and place of business at 4511 Helton Drive, Florence, Alabama 35630, (hereinafter "Assignee), is desirous of acquiring all right, title and interest in and to the Marks, the registrations and applications therefor and the good will of the business associated therewith.

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, BE IT KNOWN THAT, for and in consideration of One Dollar (\$1.00) and other valuable consideration paid by Assignee to it, the receipt and sufficiency of which is hereby acknowledged, Assignor by these presents does hereby assign, sell, transfer, convey and set over to said Assignee, Assignor's entire right, title and interest in and to said Marks, together with the goodwill of the business associated therewith, and the right to sue for past infringement therefore, the same to be held and enjoyed by Assignee for its own use and for the use of its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment and sale had not been made.

Assignment  
Neptune Wholesale, Inc./Neptune Wholesale to  
American Promotional Events, Inc.  
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This assignment is effective as of the 3<sup>rd</sup> day of March, 2003.

Assignor: NEPTUNE WHOLESale, INC.  
a/k/a NEPTUNE WHOLESale

By: [Signature]

Printed Name: Itzhak Dickstein

Title: President

Assignee: AMERICAN PROMOTIONAL  
EVENTS, INC.

By: [Signature]

Printed Name: Kathie Pendergrass

Title: Vice President