

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

1. Name of conveying party(ies):

Fancy Publications, Inc.
2401 Beverly Boulevard
Los Angeles, California 90057

2. Name of receiving party(ies):

Bowtie, Inc.
2401 Beverly Boulevard
Los Angeles, California 90057

- Individual(s)
- General Partnership
- Corporation-CA
- Other:
- Association
- Limited Partnership

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-CA
- Other:

3. Nature of Conveyance:

- Assignment
 - Security Agreement
 - Other: Correction of Doc. ID 700039382A
 - Merger
 - Change of Name
- Execution Date: 10/4/02

If assignee is not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

(Designation must be a separate document)

- Additional name(s) and address(es) attached?
- Yes
 - No

4. Application Number(s) or Registration Number(s):

A. Trademark Application No.(s)

See Attached Schedule A

B. Trademark Registration No.(s)

See Attached Schedule B

Additional number(s) attached: Yes No

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

Michael A. Lisi
Rader, Fishman & Grauer PLLC
39533 Woodward Avenue
Suite 140
Bloomfield Hills, MI 48304

6. Total number of applications and registrations involved: One (190)

7. Total fee (37 CFR § 3.41): \$4,765.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: 18-0013
(Attach duplicate copy of this page if using deposit account)

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.

Michael A. Lisi
Name


Signature

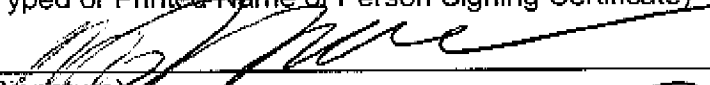
August 19, 2003
Date

CH \$4765.00 180013 76339379

CERTIFICATE OF TRANSMISSION

I hereby certify that this correspondence is being facsimile transmitted to number 703-306-5995 at the United States Patent and Trademark Office on the date shown below.

Mary Jennifer Wunsche
(Typed or Printed Name of Person Signing Certificate)


(Signature)

08-21-03
(Date)

SCHEDULE A

Pending Trademarks

SERIAL NO.	TITLE	FILE
75/339,379	AQUARIUM	8/12/1997
75/477,994	POPULAR KITTENS	5/1/1998
75/410,484	POPULAR HORSES	12/23/1997
75/245,891	THE ANIMAL NETWORK	2/19/1997
75/561,161	WATER GARDENS	9/29/1998
75/799,413	BIRD DIGEST	9/9/1999
75/614,331	POPULAR PET VIDEO LIBRARY	12/31/1998
75/614,332	POPULAR PET SERIES	12/31/1998
75/614,345	POPULAR PET LIBRARY	12/31/1998
75/977,793	DOGS	6/25/1997
75/785,969	DOG DIGEST	8/26/1999
76/466,884	VETERINARY PRACTICE NEWS SOURCEBOOK	11/14/2002
76/466,887	BULLDOGS	11/14/2002
76/466,883	RABBITS USA	11/14/2002
76/466,888	MINIATURE PINSCHERS	11/14/2002
76/309,716	PHOTO CONTEST MAGAZINE	9/6/2001
76/231,576	HOBBY FARMS (REFILE)	3/27/2001
76/466,891	BOSTON TERRIERS	11/14/2002
76/466,890	TRICKS & GAMES FOR DOGS	11/14/2002
76/466,889	BORDER COLLIES	11/14/2002
76/466,893	COONHOUNDS	11/14/2002
76/466,895	MALTESE	11/14/2002
76/473,360	GERMAN SHEPERDS	12/2/2002
76/466,892	CORGIS	11/14/2002
75/344,488	GLOBAL DISTRIBUTION SERVICES	8/21/1997
78/179,081	FANCY PUBLICATIONS	10/28/2002
78/161,555	AQUACULTURAL LIBRARY	9/6/2002
78/161,561	COMPLETE CARE MADE EASY	9/6/2002
78/159,660	FISH KEEPING MADE EASY	8/30/2002
78/150,753	SIMPLE SOLUTIONS	8/15/2002
78/138,239	HOBBY FARMS (REFILE-CLASSES 9,25,28,38)	6/24/2002
78/140,271	DOG-LOVERS'	7/1/2002
76/390,860	CRITTERS	4/3/2002
76/390,861	FERRETS	4/3/2002
76/390,862	RABBITS	4/3/2002
78/186,072	WATER GARDENS USA (Re-file of 63361-0409)	11/18/2002
78/473,352	TRAINING FOR OBEDIENCE	12/2/2002
76/466,894	BICHON FRISE	11/14/2002
76/382,054	POPULAR PARROTS (REFILE)	3/14/2002

76/466,886	SPORTING DOGS	11/14/2002
76/471,611	BULLY BREEDS	12/2 /2002
76/473,364	POMERANIANS	12/2 /2002
78/186,069	CATS FOR KIDS	11/18/2002
78/192,970	CLASSIC AUTO RESTORER (RE-FILE OF 63361-0023)	12/10/2002
76/382,053	POPULAR FRESHWATER FISH (Re-file)	3 /14/2002
76/473,353	SHETLAND SHEEPDOGS	12/2 /2002
76/382,055	POPULAR MARINE FISH (Re-file)	3 /14/2002
78/185,256	BIRD BREEDER	11/14/2002
76/473,362	COCKER SPANIELS	12/2 /2002
76/473,522	ROTTWEILERS	12/2 /2002
76/388,857	BOWTIE	3 /29/2002
76/472,612	PERSIANS	12/4 /2002
76/473,359	GOLDEN RETRIEVERS	12/2 /2002
76/473,518	BEAGLES	12/2 /2002
76/473,358	TABBIÉS	12/2 /2002
76/473,351	TRAINING & BEHAVIOR	12/2 /2002
76/466,896	RARE BREEDS	11/14/2002
76/473,354	SCHNAUZERS	12/2 /2002
78/186,066	DOGS FOR KIDS (Re-file of 63361-0401)	11/18/2002
76/473,521	ANIMAL NETWORK	12/2 /2002
78/187,184	AROUND THE TRACKS & DESIGN	11/20/2002
76/473,350	PUGS	12/2 /2002
76/473,363	QUARTER HORSES USA	12/2 /2002
76/473,520	SHIH TZU	12/2 /2002
76/473,355	TRAINING YOUR PUPPY	12/2 /2002
76/473,366	JACK RUSSEL TERRIERS	12/2 /2002
76/473,361	DOBERMAN PINSCHERS	12/2 /2002
76/473,356	GREYHOUNDS	12/2 /2002
76/473,519	YORKSHIRE TERRIERS	12/2 /2002
76/473,517	AUSTRALIAN SHEPERDS	12/2 /2002
76/473,365	LABRADOR RETRIEVERS	12/2 /2002
76/473,357	TRAINING FOR AGILITY	12/2 /2002

72

SCHEDULE B

Registered Trademarks

REGISTRATION NO.	TITLE	ISSUE DATE
1,921,942	AQUARIUM FISH	9/28/1995
2,284,092	AQUARIUM FISH	7/27/1999
1,672,274	AQUARIUM FISH	1/14/1992
2,190,873	AQUARIUM FRONTIERS ON-LINE	9/22/1998
1,852,088	AQUARIUM USA	8/30/1994
2,508,315	AQUARIUM USA	11/20/2001
2,337,690	AUTO RESTORER	4/4/2000
2,394,414	BEAGLES	10/10/2000
2,488,190	BEAGLES POPULAR DOGS SERIES & DESIGN	9/11/2001
1,869,071	BIRD BREEDER	12/20/1994
2,427,757	BIRD BREEDERS ON-LINE	2/13/2001
2,242,214	BIRD CHANNEL	4/27/1999
1,662,450	BIRD TALK	10/29/1991
1,493,058	BIRD WORLD	6/21/1988
2,339,540	BIRDS	4/11/2000
1,679,077	BIRDS USA	3/10/1992
2,256,484	BIRDS USA	6/29/1999
1,997,451	BOWTIE	8/27/1996
2,254,864	BOWTIE PRESS	6/22/1999
2,342,005	BOXERS	4/11/2000
2,369,584	BUDGIES	7/18/2000
2,254,916	CANINE PRACTICE	6/22/1999
1,895,714	CAT BREEDER	5/23/1995
1,687,840	CAT FANCY	5/19/1992
2,372,458	CAT FANCY	8/1/2000
2,030,753	CAT FANCY	1/14/1997
2,057,895	CAT LOVERS	4/29/1997
2,518,065	CAT LOVERS	12/11/2001
1,693,611	CAT LOVERS OF AMERICA	6/9/1992
2,523,767	CATS (child serial no. 75/978,498; 63361-0396)	1/1/2002
2,414,855	CATS (division of 75/314,783; 63361-0146)	12/18/2000
1,852,087	CATS USA	8/30/1994
2,439,754	CATS USA	4/3/2001
2,336,877	CHIHUAHUAS	3/28/2000
2,241,510	CLASSIC AUTO RESTORER	4/27/1999
2,390,572	COCKER SPANIELS	9/26/2000
2,441,401	COCKER SPANIELS POPULAR DOGS SERIES & DESIGN	4/3/2001
2,291,638	CRITTERS	11/9/1999

35

REGISTRATION NO.	TITLE	ISSUE DATE
2,032,480	CRITTERS USA	1/21/1997
2,422,306	DACHSHUNDS	1/16/2001
2,363,416	DALMATIANS	6/27/2000
1,686,942	DESIGN (Cat Lovers logo)	5/12/1992
2,460,910	DIRECTORY OF BREEDERS	6/19/2001
1,895,715	DOG BREEDER	5/23/1995
1,699,011	DOG FANCY	7/7/1992
2,474,182	DOG FANCY	7/31/2001
1,879,343	DOG LOVERS OF AMERICA	2/14/1995
1,928,029	DOG LOVERS OF AMERICA LOGO	10/17/1995
1,573,321	DOG WORLD	12/26/1989
1,828,236	DOGS USA	3/29/1994
1,679,953	DOGS USA	3/17/1992
1,661,659	EQUINE PRACTICE	10/22/1991
2,280,438	FELINE PRACTICE	9/28/1999
2,036,289	FERRETS	2/4/1997
2,089,585	FERRETS U.S.A.	8/19/1997
2,468,863	GALLERY OF BREEDS	7/17/2001
2,388,840	GERMAN SHEPHERDS	9/19/2000
2,441,399	GERMAN SHEPHERDS POPULAR DOGS SERIES & DESIGN	4/3/2001
2,396,588	GOLDEN RETRIEVERS	10/17/2000
2,441,398	GOLDEN RETRIEVERS POPULAR DOGS SERIES & DESIGN	4/3/2001
1,804,377	HAWAII	11/16/1993
2,242,215	HORSE CHANNEL	4/27/1999
1,721,798	HORSE ILLUSTRATED	10/6/1992
2,554,170	HORSES	3/28/2002
2,268,296	JOURNAL OF VETERINARY ALLERGY & CLINICAL IMMUNOLOGY	8/10/1999
2,273,141	KITTENS	8/24/1995
2,157,525	KITTENS U.S.A.	5/12/1998
2,273,140	KOI	8/24/1999
2,159,562	KOI WORLD	5/19/1998
2,641,443	LABRADOR RETRIEVERS POPULAR DOGS & DESIGN	10/29/2002
2,243,982	LARGE ANIMAL PRACTICE	5/4/1999
2,628,697	MAGABOOK	10/1/2002
2,413,245	MARINE FISH & REEF	12/12/2000
2,413,244	MARINE FISH & REEF USA	12/12/2000
1,745,350	MOTORCYCLE CONSUMER	1/5/1993
2,308,257	MOTORCYCLE CONSUMER NEWS	1/18/2000
2,269,919	NATURAL DOG (div. Of 75/339,431; 63361-189)	8/10/1999
2,373,280	NATURAL DOG (parent of 63361-346)	8/1/2000

40

REGISTRATION NO.	TITLE	ISSUE DATE
2,173,607	NATURAL PET	7/14/1998
2,186,067	PARTNERS IN PETS	9/1/1998
2,420,196	PERSIANS	1/9/2001
2,441,400	PERSIANS POPULAR CATS SERIES & DESIGN	4/3/2001
1,725,546	PET HEALTH NEWS	10/20/1992
2,538,461	PET HEALTH NEWS	2/12/2002
1,967,786	PET PRODUCT NEWS	4/16/1996
1,898,574	PET PRODUCT NEWS	8/30/1992
2,273,139	PONDS	8/24/1999
2,159,563	PONDS U.S.A.	5/18/1998
2,301,108	PONDS USA AND WATER GARDENS	12/14/1999
2,336,878	POODLES	3/28/2000
2,532,394	POPULAR CATS	1/22/2002
2,341,775	POPULAR DOGS	4/11/2000
2,583,253	POPULAR PET SERIES (Child of 63361-0337 in Class 16)	6/18/2002
2,632,042	POPULAR PETS	10/8/2002
2,299,419	POSTER PETS	12/14/1999
1,931,644	POSTER PETS	10/31/1995
2,276,819	PUPPIES	9/7/1999
2,155,573	PUPPIES U.S.A.	5/5/1998
2,036,288	RABBITS	2/4/1997
2,264,094	REPTILES	7/27/1998
1,828,006	REPTILES	3/8/1994
1,881,694	REPTILES U.S.A.	2/28/1995
2,470,800	REPTILES USA	7/24/2001
2,330,402	ROTTWEILERS	3/14/2000
2,443,166	ROTTWEILERS POPULAR DOGS SERIES & DESIGN	4/10/2001
2,363,417	SIBERIAN HUSKIES	6/27/2000
2,420,202	TABBIES	1/9/2001
2,468,201	TABBIES POPULAR CATS SERIES & DESIGN	7/10/2001
2,346,249	THE ANIMAL NETWORK (Child app of 75/245,891 63361-143)	4/25/2000
2,317,618	THE ORIGINAL VETERINARY CARDS	2/15/2000
2,242,212	VET CHANNEL	4/27/1999
2,266,279	VETERINARY AND COMPARATIVE OPHTHALMOLOGY	8/3/1999
2,320,091	VETERINARY CLINICAL NUTRITION	2/22/2000
2,481,013	VETERINARY PRACTICE NEWS	8/21/2001
1,782,680	VETERINARY PRODUCT NEWS	7/20/1992
2,401,143	WATER GARDEN NEWS	10/31/2000
2,244,306	WILDBIRD	5/11/1999
2,106,034	YOUNG RIDER	10/14/1997

40

AUG 07 '03 14:36 FR RADERFISHMAN TO 917033065995 P.09/09

FEB-26-2003 10:40 RADER FISHMAN AND GRAUER 2485940610 P.11/12
OPR/ASSIGNMENTS 2/26/03 10:32 PAGE 11/12 RightFAX

FEB 21 '03 15:09 FR RADERFISHMAN TO 917033065995 P.05/10

DEC-26 '02 10:55AM FANCY PUBLICATION

CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

NOV - 8 2002

BILL JONES, Secretary of State

Norman Ridker and Douglas J. Steil certify that:

1. They are the President and Secretary, respectively, of FANCY PUBLICATIONS, INC., a California corporation.

2. Article I of the articles of incorporation of this corporation is amended to read as follows:

"The name of this corporation is BOWTIE, INC."

3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.

4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 100. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

The undersigned declare under penalty of perjury under the laws of the State of California that the matters set forth in the foregoing Certificate are true of their own knowledge.

Date: October 4, 2002



Norman Ridker, President

Date: October 4, 2002



Douglas J. Steil, Secretary

274100000-1373517.1



** TOTAL PAGE.09 **