

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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.

1. Name of conveying party(ies):

PQM PRODUCTS LIMITED

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other UK CORPORATION (ENGLAND & WALES)

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

2. Name and address of receiving party(ies)

Name: JPI COLORWORKSHOP, INC.

Internal Address:

Street Address: 22619 PACIFIC COAST HIGHWAY City: MALIBU State: CA Zip: 90265

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

3. Nature of conveyance:

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

Execution Date: 5/30/2003

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

A. Trademark Application No.(s)

SOB ATTACHMENT

B. Trademark Registration No.(s)

SOB ATTACHMENT

Additional number(s) attached Yes No

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

Name: LARRY MILLER

Internal Address: 23RD FLOOR

Street Address: 750 CEXINGTON AVENUE

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved:

25

7. Total fee (37 CFR 3.41):

\$ 640

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

501738

(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.

LARRY MILLER

Name of Person Signing

[Signature]

Signature

10/28/2003

Date

Total number of pages including cover sheet, attachments, and document: 8

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

BLO-ART

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Granted | 2286430 | P&M Products Limited | 24.11.97 |
| US | Granted | 2298780 | P&M Products Limited | 24.11.97 |

BLO PEN(S)

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Granted | 2137411 | P&M Products Limited | 20.03.97 |
| US | Pending | 78/210054 | P&M Products Limited | 02.03.03 |

BILLY BLOPEN LOGO

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Pending | 76/437070 | P&M Products Limited | 01.08.02 |

BLOPEN SHAPE

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Pending | 76/437007 | P&M Products Limited | 01.08.02 |

CHANGING THE WAY THE WORLD COLORS

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Granted | 2642259 | P&M Products Limited | 10.07.01 |

COLOR WORKSHOP

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Granted | 2373935 | P&M Products Limited | 04.01.99 |

EAT-ABLE ART

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Pending | 76/208923 | P&M Products Limited | 13.02.01 |

KAPSOFF

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Granted | 2560263 | P&M Products Limited | 18.08.00 |

PERFECT LAYERS

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Pending | 78/160782 | P&M Products Limited | 05.09.02 |

ROCWRITER

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Pending | 78/192373 | P&M Products Limited | 09.12.00 |

Vivid Velvet

| Country | Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|---------|---------|------------------------------|----------------------|-------------|
| US | Granted | 2473194 | P&M Products Limited | 02.04.00 |
| US | Pending | 78/107309 | P&M Products Limited | 07.02.01 |

LIDS OFF

| Country | Status | Registration/Application | Registrant/Applicant | Filing Date |
|---------|---------|--------------------------|----------------------|-------------|
| US | Pending | 76/157865 | P&M Products Ltd | 01.11.2000 |

CAPS OFF

| Country | Status | Registration/Application | Registrant/Applicant | Filing Date |
|---------|---------|--------------------------|----------------------|-------------|
| US | Pending | 76/157866 | P&M Products Ltd | 02.11.2000 |

TOPS OFF

| Country | Status | Registration/Application | Registrant/Applicant | Filing Date |
|---------|---------|--------------------------|----------------------|-------------|
| US | Pending | 76/157867 | P&M Products Ltd | 01.11.2000 |

EDIBLE AIR ART

| Country Status | Registration/Application | Registrant/Applicant | Filing Date |
|----------------|--------------------------|----------------------|-------------|
| US Pending | 76/158399 | P&M Products Ltd | 03.11.2000 |

VERSA-TIP

| Country Status | Registration/Application | Registrant/Applicant | Filing Date |
|----------------|--------------------------|----------------------|-------------|
| US Pending | 76/209478 | P&M Products Limited | 14.02.01 |

SQUEEZY CHALK

| Country Status | Registration/Application | Registrant/Applicant | Filing Date |
|----------------|--------------------------|----------------------|-------------|
| US Pending | 76/344978 | P&M Products Limited | 05.12.01 |

STICKERWIZARD

| Country Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|----------------|------------------------------|----------------------|-------------|
| US Granted | 2590919 | P&M Products Limited | 27.11.00 |

SPRITZER

| Country Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|----------------|------------------------------|----------------------|-------------|
| US Pending | 75/622743 | P&M Products Limited | 19.01.99 |
| US Pending | 78/103100 | P&M Products Limited | 17.01.02 |

STRIPE WRITER

| Country Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|----------------|------------------------------|----------------------|-------------|
| US Pending | 78/107577 | P&M Products Limited | 08.02.02 |

SPIN-O-MATIC

| Country Status | Registration/Application No. | Registrant/Applicant | Filing Date |
|----------------|------------------------------|----------------------|-------------|
| US Pending | 78/115135 | P&M Products Limited | 15.03.02 |

ASSIGNMENT OF TRADEMARKS

WHEREAS P&M PRODUCTS LIMITED, a private limited company incorporated in England and Wales (hereinafter "Assignor") has used the trademarks in Schedule A hereto (hereinafter referred to as the "Marks"), registered or applied for in the United States Patent and Trademark Office as set forth on attached Schedule A;

- and -

WHEREAS JACPAC VENTURES, INC., a Delaware corporation with its principal place of business at 22619 Pacific Coast Highway, Malibu, California 90265 (hereinafter "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the said Marks and the registrations therefor, together with the goodwill of the business in connection with which the said Marks are used and which is symbolised by the said Marks along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said Marks and the registrations therefor in the United States and throughout the world together with the goodwill of the business in connection with which the said Marks are used and which is symbolised by the said Marks along with the right to recover for damages and profits for past infringements thereof. Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's rights, title, and interest in and to the said Marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

IN WITNESS WHEREOF, the parties intending to be legally bound, have caused this Agreement to be duly executed.

P&M PRODUCTS LIMITED

JACPAC VENTURES, INC.

By Kenne Sreena

By [Signature]

Title DIRECTOR

Title C.F.O.

Date: May 30, 2003

Date: May 30, 2003

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "JPI COLORWORKSHOP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

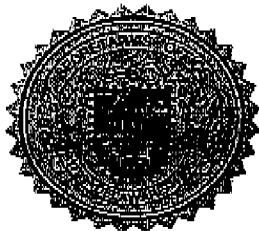
CERTIFICATE OF INCORPORATION, FILED THE TWENTIETH DAY OF JUNE, A.D. 2002, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "JAC PAC VENTURES INC." TO "JPI COLORWORKSHOP, INC.", FILED THE NINTH DAY OF JUNE, A.D. 2003, AT 4:54 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3539357 8310

AUTHENTICATION: 2481507

030403687

RECORDED: 10/28/2003

TRADEMARK
DATE: 06-18-03
REEL: 002737 FRAME: 0791