

11-17-2003



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102601642

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

1. Name of conveying party(ies):

**DRAKE ACQUISITION COMPANY**

- Individual(s)                       Association
- General Partnership               Limited Partnership
- Corporation-State -- **Colorado**
- Other \_\_\_\_\_

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

2. Name and address of receiving party(ies):

Name: JACKSON ACQUISITION COMPANY, LLC

Internal Address: \_\_\_\_\_

Street Address: 451 Jackson Street

City: San Francisco State: CA Zip: 94111

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other a Delaware limited liability company

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: October 30, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

**0895688      0909593      1376289**

Additional number(s) attached  Yes  No

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

Name: Robert E. Burwell, Esq.

Internal Address: Latham & Watkins LLP

Street Address: 701 B Street, Suite 2100

City: San Diego State: CA Zip: 92101

6. Total number of applications and registrations involved:..... 3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number

500524 (For additional fees, if any)

(Attach duplicate copy of this page if paying by deposit account)

OP/FINANCE  
NOV 12 AM 7:44

DO NOT USE THIS SPACE

01 FC:0521 40.00 OP  
02 FC:0922 50.00 OP

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.

Patricia A. Conner  
Name of Person Signing

*Patricia A. Conner*  
Signature

November 12, 2003  
Date

Total number of pages including cover sheet, attachments, and document: 7

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

**ASSIGNMENT  
(Intellectual Property)**

ASSIGNORS: Foster & Gallagher, Inc.  
1950 Waldorf N.W.  
Grand Rapids, MI 49550

Drake Acquisition Company  
1950 Waldorf N.W.  
Grand Rapids, MI 49550

Home Marketplace, Inc.  
1950 Waldorf N.W.  
Grand Rapids, MI 49550

ASSIGNEE: Jackson Acquisition Company, LLC  
451 Jackson St.  
San Francisco, CA 94111

**ASSIGNED SUBJECT MATTER**

ASSIGNED SUBJECT MATTER shall mean all intellectual property in which the ASSIGNORS have any right, title or interest and which is used or useful in connection with the Business (as defined in the Asset Purchase Agreement, dated as of September 7, 2001 (the "Purchase Agreement"), by and among the Assignors and Brecon Capital Company, LLC (whose rights and obligations under such agreement have been assigned to and assumed by Assignee), including, but not limited to, all "Patents" (as hereinafter defined) used or useful in connection with the Business, all "Marks" (as hereinafter defined) used or useful in connection with the Business, all "Copyrights" (as hereinafter defined) used or useful in connection with the Business, all "Trade Secrets and Confidential Information" (as hereinafter defined) used or useful in connection with the Business, all "Domain Names" (as hereinafter defined) used or useful in connection with the Business and all "Related Rights" (as hereinafter defined) used or useful in connection with the Business.

1. "Patents" is defined to include all concepts, ideas, designs, inventions (whether patentable or not), discoveries, techniques, all U.S. and foreign patent applications, all U.S. and foreign patents, all U.S. and foreign patent reexaminations and reissues and all patent licenses, including, but not limited to, the items set forth in Schedule A.

2. "Marks" is defined to include all words, names, logos, symbols, designs, trade names, brand names, source indicating indicia, trade dress, trademarks, service marks and marks, whether registered or unregistered, all U.S. and foreign applications for registration of the foregoing, and all U.S. and foreign registrations for the foregoing, including, but not limited to, the items set forth in Schedule A.

3. "Copyrights" is defined to include all copyrights, U.S. and foreign, whether registered or not, and all works of any kind which fall within the subject matter of copyright, including, but not limited to, the items set forth in Schedule A and (i) the copyrights in the ASSIGNORS' business documents and files, customer documents and files, Internet web site content and operating systems, software, databases, product designs and packaging, advertising, promotional material and products (whether developed or in development) and (ii) the copyrights in the materials created by the ASSIGNORS' employees and independent contractors.

4. "Trade Secrets and Confidential Information" is defined to include, but is not limited to, business information, confidential information, financial information, business trade secrets, marketing information, financial and technical trade secrets, techniques, processes, know-how, and other information which are material to the ongoing business of each of the ASSIGNORS, including, but not limited to, the items set forth in Schedule A.

5. "Domain Names" is defined as all registrations of Internet domain names with any domain name registrar, including, but not limited to, the items in Schedule A.

6. "Related Rights" is defined to include:

A. All goodwill of the business symbolized by the Marks and Domain Names:

B. All rights and causes of action to enforce the rights associated with each item of ASSIGNED SUBJECT MATTER in all countries, including all rights to claim and recover damages and compensation for past or continuing infringements of or violations of rights to any item of ASSIGNED SUBJECT MATTER in all relevant jurisdictions.

NOW THEREFORE, as part of the transfer of all business assets to which the ASSIGNED SUBJECT MATTER is related and for good and valuable consideration, the receipt of which from ASSIGNEE is hereby acknowledged, each of the ASSIGNORS does hereby sell, assign, transfer and set over to ASSIGNEE, its successors and assigns, the entire right, title and interest of such ASSIGNOR in and to each and every item of said ASSIGNED SUBJECT MATTER.

Each of the ASSIGNORS hereby covenants that it has full right to convey the entire interest herein assigned and that it has not executed and will not execute any agreement in conflict herewith.

Each of the ASSIGNORS hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States to issue the ASSIGNED SUBJECT MATTER to the ASSIGNEE, its successors and assigns, in accordance with the terms of this instrument.

Each of the ASSIGNORS further agrees that it will communicate to ASSIGNEE any facts known to it respecting the ASSIGNED SUBJECT MATTER, and provide any other

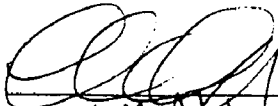
reasonable assistance to ASSIGNEE to perfect title to, and obtain and enforce in all countries, the properties and rights which comprise the ASSIGNED SUBJECT MATTER.

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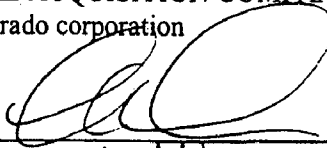
IN WITNESS WHEREOF, each of the ASSIGNORS has made this assignment effective as of October 30, 2001.

"ASSIGNORS"

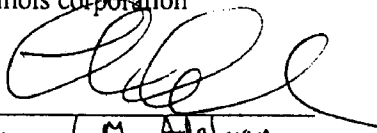
FOSTER & GALLAGHER, INC.,  
an Illinois corporation

By:   
Name: L.M. Adelman  
Title: President

DRAKE ACQUISITION COMPANY,  
a Colorado corporation

By:   
Name: L.M. Adelman  
Title: President

HOME MARKETPLACE, INC.,  
an Illinois corporation

By:   
Name: L.M. Adelman  
Title: President

Accepted as of October 30, 2001.

"ASSIGNEE"

JACKSON ACQUISITION COMPANY, LLC,  
a Delaware limited liability company

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, each of the ASSIGNORS has made this assignment effective as of October 30, 2001.

"ASSIGNORS"

FOSTER & GALLAGHER, INC.,  
an Illinois corporation

DRAKE ACQUISITION COMPANY,  
a Colorado corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

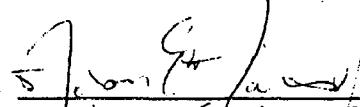
HOME MARKETPLACE, INC.,  
an Illinois corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Accepted as of October 30, 2001.

"ASSIGNEE"

JACKSON ACQUISITION COMPANY, LLC,  
a Delaware limited liability company

By:   
Name: Vincent M. Matthews  
Title: Chairman

# SCHEDULE A

## Patents

There are no issued or pending U.S. or foreign patents or patent applications; and no other items are being listed herein.

## Marks

### 1. Trademark Registrations

- a. **Walter Drake**
  - Registration Number: 909,593
  - Registered: 03/09/71
  - Renewal Date: 03/09/01
  - Registered Owner: Drake Acquisition Company
  
- b. **Walter Drake**
  - Registration Number: 895,688
  - Registered: 07/28/70
  - Renewal Date: 07/28/00
  - Registered Owner: Drake Acquisition Company
  
- c. **Walter Drake**
  - Registration Number: 1,376,289
  - Registered: December 17, 1985
  - Renewal Date: December 17, 2005
  - Registered Owner: Drake Acquisition Company

### 2. Pending Trademark Registrations

- a. **Homewares By Walter Drake**
  - Serial Number: 75/849,932
  - Notice of Allowance Date: 04/24/01
  - Owner: Foster & Gallagher, Inc.

Patricia A. Conner  
Direct Dial: (714) 755-8107  
E-mail: patty.conner@lw.com

650 Town Center Drive, 20th Floor  
Costa Mesa, California 92626-1925  
Tel: (714) 540-1235 Fax: (714) 755-8290  
www.lw.com

# LATHAM & WATKINS LLP

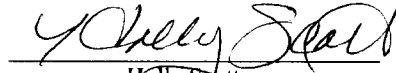
## FIRM / AFFILIATE OFFICES

Boston	New Jersey
Brussels	New York
Chicago	Northern Virginia
Frankfurt	Orange County
Hamburg	Paris
Hong Kong	San Diego
London	San Francisco
Los Angeles	Silicon Valley
Milan	Singapore
Moscow	Tokyo
	Washington, D.C.

November 12, 2003

**CERTIFICATE OF MAILING:** I hereby certify that the below listed correspondence and documents are addressed to Mail Stop Recordation Services, P.O. BOX 1450, Alexandria, Virginia, 22202-3513, and are being deposited with the United States Postal Service via Express Mail No.: EL479884567015 on November 12, 2003 by:

File No. 035083-0000

  
Holly Scott

## VIA EXPRESS MAIL

Mail Stop Assignment Recordation Services  
Director of the United States Patent and Trademark Office  
Post Office Box 1450  
Alexandria Virginia 22313-1450

Re: **Submission of Recordation Form Cover Sheet – Assignment**  
**For the Conveyance of Three (3) U.S. Trademark Registrations**  
**From Drake Acquisition Company to Jackson Acquisition Company, LLC**

Dear Sir or Madam:

Enclosed for recordation with the U.S. Patent & Trademark Office are the following trademark conveyance papers:

1. Trademark Recordation Form Cover Sheet – **Assignment**;
2. Copy of Assignment (Intellectual Property), dated October 30, 2001;
3. A stamped, self-addressed postcard to acknowledge receipt; and
4. A check for \$90 to cover the filing fee.

Please charge Deposit Account No. 500524 for any additional fees which may be required, or credit any overpayment to this account. Should you have any questions regarding the enclosed assignment, please call me at (714) 755-8107. Thank you for your assistance.

With kind regards,



Patricia A. Conner  
Senior Intellectual Property Paralegal

Enclosures

cc: Robert E. Burwell, Esq. (with enclosures)

OC\640012.1

**RECORDED: 11/12/2003**

**TRADEMARK**  
**REEL: 002864 FRAME: 0542**