

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bright of America, Inc.		07/30/2004	CORPORATION: WEST VIRGINIA

RECEIVING PARTY DATA	
Name:	Bright Acquisition Company, LLC
Street Address:	300 Greenbrier Rd.
City:	Summersville
State/Country:	WEST VIRGINIA
Postal Code:	26651
Entity Type:	Limited Liability Company: WEST VIRGINIA

PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	937600	BRIGHT OF AMERICA
Registration Number:	991009	BRIGHT OF AMERICA
Registration Number:	1316052	
Registration Number:	2773973	DOMINO DISCOVERY
Registration Number:	1556403	EARTH SCENTS
Registration Number:	1099169	EARTH GARDEN
Registration Number:	2646574	EARTH SCENTS COTTAGE PANTRY COLLECTION
Registration Number:	2186284	FALL GATHERINGS
Registration Number:	2685645	FLIP & LEARN
Registration Number:	2594706	GLIMMER SCENTS
Registration Number:	2671392	GREENBRIER/SCENTEX
Registration Number:	1302587	GREETING MATS
Registration Number:	1120489	GREENBRIER STUDIOS
Registration Number:	2834123	LAP LEARNER

OP \$665.00 937600

Registration Number:	1460018	MAGNA POCKET
Registration Number:	2773974	MATH FAST FACTS
Registration Number:	1547882	OLDE TYME CHRISTMAS
Registration Number:	2109527	PETALS & PEARLS
Registration Number:	1090396	PICNIC-PATIO
Registration Number:	2712025	POSTER PALS
Registration Number:	1632098	POTPOURRI PEARLS
Registration Number:	2831732	PRACTICE PALS
Registration Number:	2594707	PRACTICE POWER
Registration Number:	2467997	SCENTS OF CHARM
Serial Number:	78436988	ELEGANT TRADITIONS COLLECTION
Serial Number:	78436996	CELEBRATE THE ELEGANCE OF EVERY DAY

CORRESPONDENCE DATA

Fax Number: (304)340-1080
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3043401197
Email: mhussell@jacksonkelly.com
Correspondent Name: Monika Hussell
Address Line 1: 500 Lee Street, East
Address Line 2: Suite 1600
Address Line 4: Charleston, WEST VIRGINIA 25301

NAME OF SUBMITTER:	Monika J. Hussell
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Total Attachments: 3
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ASSIGNMENT OF SERVICEMARKS AND TRADEMARKS

This Assignment of Servicemarks and Trademarks by Bright of America, Inc., a West Virginia corporation ("Assignor") to Bright Acquisition Company, LLC, a Delaware limited liability company ("Assignee") made as of this 30th day of July, 2004.

WITNESSTH that

WHEREAS, Assignor and Assignee are parties to an Asset Purchase Agreement dated as of July 30, 2004 (the "Asset Purchase Agreement") pursuant to which Assignor has agreed to sell to Assignee, and Assignee has agreed to purchase from Assignor, substantially all of Assignor's assets, including without limitation the servicemarks, trademarks and trade names of Assignor;

WHEREAS, pursuant to the Asset Purchase Agreement, Assignor has agreed to execute such instruments as shall be necessary or appropriate to vest in Assignee good and marketable title to all of such assets;

NOW THEREFORE, Assignor, for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, does hereby transfer and assign to Assignee, and Assignee does hereby accept the transfer and assignment of, all of Assignor's worldwide right, title and interest in, to and under Assignor's registered and unregistered domestic and foreign servicemarks, trademarks, trademark applications and trade names, including without limitation the servicemarks, trademarks, service mark and trademark applications and trade names listed on Schedule A annexed hereto and incorporated herein by reference (together, the "Marks"), together with the goodwill of the business associated therewith and which is symbolized thereby, all rights to sue for infringement of any Mark, whether arising prior to or subsequent to the date of this Assignment of Servicemarks and Trademarks, and any and all renewals and extensions thereof that may hereafter be secured under the laws now or hereafter in effect in any jurisdiction, the same to be held and enjoyed by Assignee, its successors and assigns from and after the date hereof as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment of Servicemarks and Trademarks not been made.

(SIGNATURE PAGE FOLLOWS)

BRIGHT OF AMERICA CURRENT TRADEMARK FILES			
Trademark Name	Registration No.	Serial No.	Status
Bright of America (IC24)	937,600		Registration in force for only class IC 024 - not renewing IC16
Bright of America (Service Mark) (IC35)	991,009		Reg. 8/13/74 Not renewed; expires Aug. 2004
Bright of America Flag Logo (Service Mark) (IC35)*	1,316,052		Reg. 1/22/85 Sec. 8&15 filed. Renewal Date: 1-22-05
Domino Discovery (IC 28)	2,773,973		Reg. 10-14-03
Earth Scents (IC 003, 004 & 021)	1,556,403		Reg. 9-19-89. Sec. 8&15 filed. Renewal Date: 9-19-2009
Earth Garden (IC3) (For Incense)	1,099,169		Reg. 8-15-1978. Expired in 1999
Earth Scents Cottage Pantry Collection (IC 003 & 004)	2,646,574		Reg. 11-05-02
Fall Gatherings (IC 003)	2,186,284		Reg. 9-01-98 Renewal Date: 9-1-2004
Flip and Learn (IC 016)	2,685,645		Reg. 2-11-03
Glimmer Scents (IC 003)	2,594,706		Reg. 7-16-02
Greenbrier/Scenlex (IC 003, 004, 005, 016, 021)	2,671,392		Reg. 1-07-03
Greeting Mats (IC 016)	1,302,587		Reg. 10-30-84 - Not being renewed - expires 10-2004
Greenbrier Studios (IC 016)	1,120,469		Reg. 6-19-1978
Lap Leamer (IC 016)	2,634,123		Reg. 4-20-2004
Magna Pocket (IC 016)	1,460,018		Reg. 10/6/87. Sec. 8&15 filed. Renewal Date: 10-6-07
Math Fast Facts (IC 016)	2,773,974		Reg. 10-14-03
Olde Tyme Christmas (IC 003, 021)	1,547,882		Reg. 7-18-1989. Sec. 8&15 filed. Renewal date: 7-18-09
Petals and Pearls	2,109,527		Reg. 10-28-87 Expired
Picnic-Patio (IC 027)	1,090,396		Reg. 5-2-78 Renewal: 5-2-2008
Poster Pals (IC 016)	2,712,025		Reg. 4-29-03
Potpourri Pearls	1,632,098		Expired 1-2001
Practice Pals (IC 016)	2,831,732		Reg. 4-13-04
Practice Power (IC 016)	2,594,707		Reg. 7-16-02
Scents of Charm (IC 004)	2,467,997		Reg. 7-10-01 Renewal: 7-10-11 Sec. 8 - 7-10-07
Winter Dreams			Using with no trademark
Applications			
Elegant Traditions Collection		78436988	Application received by USPTO confirmed 6-17-2004
Celebrate the Elegance of Every Day		78436996	Application received by USPTO confirmed 6-17-2004

TRADEMARK