

RE: Document ID No.: 700116851A

Form PTO-1594 1-31-92 RECORDATION FORM COVER SHEET TRADEMARKS ONLY U.S. DEPARTMENT OF COMMERCE 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): The Paragon Gifts Holdings Inc. 89 Tom Harvey Road Westerly, Rhode Island 02891 U.S.A.
3. attached? Yes No
Nature of conveyance: X Assignment Merger Security Agreement Change of Name Other:
Execution Date: September 13, 2004

2. Name and address of receiving party(ies): Name: Bits & Pieces, Inc. Internal Address: Street Address: 214 Lincoln Street City: Allston State: MA Zip: 02134
X Corporation-Delaware
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached?: Yes X No

4. Application number(s) or registration numbers(s): A. Trademark Application No.(s)

B. Trademark registration No.(s) 1,707,502
Additional numbers attached? Yes X No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Deborah L. Benson Internal Address: Hinckley Allen and Snyder LLP Street Address: 28 State Street City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved: { 1 }
7. Total fee (37 CFR 3.41) \$ 40
X Authorized to be charged to deposit account
Deposit account number: 500485
8. (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.
Deborah L. Benson Signature Date October 1, 2004

OMB No. 0651-0011 (exp. 4/94) Total number of pages comprising cover sheet [1]

Do not detach this portion
Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231
Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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PARAGON

TEL: 14015969405

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ASSIGNMENT

THIS ASSIGNMENT is made between The Paragon Gifts Holdings Inc. a corporation organized under the laws of Rhode Island, with a place of business at 89 Tom Harvey Road, Westerly, Rhode Island 02891, (the "Assignor") and Bits & Pieces, Inc. a corporation organized under the laws of Delaware, with a place of business at 214 Lincoln Street, Allston, Massachusetts (the "Assignee").

WHEREAS, the Assignor is the owner of the Trademark listed in the Schedule A hereto (the "Trademark").

WHEREAS, the Assignor has agreed to assign the Trademark to the Assignee, and the Assignee has agreed to accept said assignment.

NOW THEREFORE, for good and valuable consideration, the Assignor hereby assigns to the Assignee all its full right to and title in the Trademark, together with the goodwill of the business or portion thereof, which business is ongoing and existing in the goods for which the Trademark is registered.

ASSIGNOR

THE PARAGON GIFTS HOLDINGS INC.

Date: September 13, 2004

By: 
 Name: Stephen K. Rowley
 Title: President

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SCHEDULE A

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
BITS AND PIECES	1,707,502	August 11, 1992

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** TOTAL PAGE.04 **

RECORDED: 10/04/2004

TRADEMARK
REEL: 002951 FRAME: 0115

** TOTAL PAGE.07 **