

05-18-2004



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

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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):

Brand Name Management, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 05/08/2004

2. Name and address of receiving party(ies)

Name: Owen Ryan Internal Address: Apt. 5E

Street Address: 455 West 23rd Street City: New York State: NY Zip: 10011

- Individual(s) citizenship United States Association General Partnership Limited Partnership Corporation-State 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

TRADEMARK RECEIVED 2004 MAY 12 10 52 AM '04

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1484499 + 1503174

Additional number(s) attached Yes No

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

Name: Jay H. Begler Internal Address: Nixon Peabody LLP 27th Floor

Street Address: Two Embarcadero Center

05/17/2004 MGETACHE 00000090 1484499

01 FC:0521 40.00 OP 02 FC:0522 25.00 OP

City: San Francisco State: CA Zip: 94111

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

Jay Begler Name of Person Signing

Jay Begler Signature

May 11, 2004 Date

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



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

05-12-2004

U.S. Patent & TMO/TM Mail Rpt Dt. #64

TRADEMARK REEL: 002972 FRAME: 0307

ASSIGNMENT NUNC PRO TUNC OF TRADEMARKS AND ALL BUSINESS ASSETS

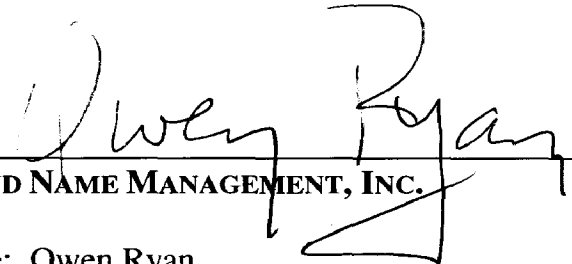
WHEREAS, BRAND NAME MANAGEMENT, INC., a corporation organized under the laws of the state of New York desires to assign effective nunc pro tunc September 23, 1998 all of its assets, including all trademark rights it possesses in and to the following marks registered with the United States Patent and Trademark Office:

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
CRAYONS	1484499	April 12, 1988
CRAYONS	1503174	Sept. 06, 1988

WHEREAS, OWEN RYAN, a United States citizen residing in New York, New York, is desirous of acquiring all said assets and all trademark rights Brand Name Management, Inc. possesses in and to the aforementioned marks registered with the United States Patent and Trademark Office;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, **BRAND NAME MANAGEMENT, INC.** hereby assigns to **OWEN RYAN**, effective nunc pro tunc September 23, 1998 all of its assets including all trademark rights it possesses in and to the aforementioned marks registered with the United States Patent and Trademark Office together with the goodwill of the business symbolized by said marks and the identified registrations thereof, along with the right to bring legal action for any past infringement thereof by third parties.

Dated this 8 day of May, 2004



BRAND NAME MANAGEMENT, INC.

Name: Owen Ryan

Title: President

Subscribed and sworn before me

This 8 day of May 2004



Notary Public

FRANK R. HANCOCK JR.
NOTARY PUBLIC, STATE OF NEW YORK
01H46107371
QUALIFIED IN RICH COUNTY
COMMISSION EXPIRES 3/29/08

My commission expires: _____

(SEAL.)