

Form PTO-1594 (Rev. 06/04)
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U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Milnot Company

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

Citizenship (see guidelines)

Execution Date(s) December 23, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Milnot Holding Corporation

Internal

Address:

Street Address: 100 South Fourth St.

City: St. Louis

State: MO

Country: USA Zip: 63102

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship Delaware
- Other Citizenship

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

78/286,945

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Emily L. Schonbraun

Internal Address: Willkie Farr & Gallagher LLP

Street Address: 787 Seventh Avenue

City: New York

State: New York Zip: 10019

Phone Number: 212-728-8771

Fax Number: 212-728-8111

Email Address: eschonbraun@willkie.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 232405
Authorized User Name WFG

9. Signature:

Signature

Emily L. Schonbraun

Name of Person Signing

1/3/05

Date

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT

This Assignment, dated as of December 23, 2004 (the "Trademark Assignment"), is entered into by and between MILNOT COMPANY, a Delaware corporation having its principal offices at 100 South Fourth Street, St. Louis, MO 63102 ("Assignor"), and MILNOT HOLDING CORPORATION, a Delaware corporation having its principal offices at 100 South Fourth Street, St. Louis, MO 63102 ("Assignee").

WHEREAS, Assignor owns the applications and registrations listed on the attached Schedule A, and all common law rights associated therewith, together with all goodwill arising from the use of and symbolized by said trademarks (the "Trademarks");

WHEREAS, Assignor has agreed to assign, and Assignee has agreed to accept, all of Assignor's right, title and interest in and to the Trademarks, together with all of the goodwill associated therewith, and all rights to claims of past infringement thereof.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby contribute, sell, convey, transfer, assign, and deliver to Assignee, its successors and assigns, and Assignee purchases and accepts from Assignor, all of Assignor's right, title, and interest in and to the Trademarks throughout the world, including all registrations and applications thereof and all goodwill pertaining thereto, the right to conduct business under the Trademarks; including the right to license others under the Trademarks, the portion of the business of Assignor to which any intent-to-use application pertains, and all rights to sue, counterclaim, and to collect damages and payments for claims of past, present, and future infringements, unfair competition or misappropriations thereof, and all income, royalties, damages, and payments now or hereafter due or payable with respect to the Trademarks.

Assignor hereby agrees to execute upon the request of Assignee, at Assignee's expense, such additional documents as are necessary to register and otherwise give full effect to the rights of Assignee under this Trademark Assignment in and to the Trademarks worldwide, including all documents necessary to record in the name of Assignee the assignment of the Trademarks with the United States Patent and Trademark Office.

* * * * *

IN WITNESS WHEREOF, the undersigned have executed this Trademark Assignment on the date first written above.

MILNOT COMPANY, as Assignor

By: *Alain Souigny*
Name: Alain Souigny
Title: Chief Financial Officer

STATE OF MISSOURI)
)ss:
COUNTY OF ST. LOUIS)

On this 21 day of December, 2004, before me personally appeared ALAIN SOULIGNY, to me personally known, who, being duly sworn, did say that he is the CEO of MILNOT COMPANY, that he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Tamara A. Zahrndt
Notary Public



TAMARA A. ZHRNDT
St. Louis County
My Commission Expires
September 16, 2007

MILNOT HOLDING CORPORATION, as Assignee

By: *Alain Souigny*
Name: Alain Souigny
Title: Chief Financial Officer

STATE OF MISSOURI)
)ss:
COUNTY OF ST. LOUIS)

On this 21 day of December, 2004, before me personally appeared ALAIN SOULIGNY, to me personally known, who, being duly sworn, did say that he is the CEO of MILNOT HOLDING CORPORATION and that he duly executed the foregoing instrument and acknowledged said instrument to be the free act and deed of said corporation.

Tamara A. Zahrndt
Notary Public



TAMARA A. ZHRNDT
St. Louis County
My Commission Expires
September 16, 2007

2729238.1

SCHEDULE A
TRADEMARKS

<u>Trademark</u>	<u>Application Number</u>	<u>Application Date</u>
BEGINNER BASICS	78/286, 945	8/13/03