

07-28-2004

7.23.04

RECORDATION FORM
TRADEMARK



102801400

To the Assistant Commissioner for Trademarks. Please record the attached

1. Name of conveying party(ies):

Pinnacle Brands, Inc.

- Individual(s)
- General Partnership
- Corporation - of Delaware
- Other
- Association
- Limited liability company

Additional name(s) & address(es) attached? Yes No



Name of receiving party(ies):

Name: Playoff Corporation

Street Address: 2300 E. Randol Mill Road

City Arlington, State Texas Zip 76011

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Texas
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No (Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

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

Execution Date: November 25, 1998; November 25, 1998

4. Application number(s) or registration number(s):
Registration No.(s)

1. Reg No.: 2,133,040 Reg. Date: January 27, 1998
SHOW DOWN
(Formerly Appn. No. 74/725,598)

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

Name: Norman H. Zivin

Internal Address: Cooper & Dunham LLP

Street Address: 1185 Avenue of the Americas
23rd Floor

City: New York State: New York ZIP: 10036

6. Total number of applications involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03-3125
(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.

Norman H. Zivin
Name of Person Signing

Signature

July 20, 2004
Date

Total Number of pages including cover sheet: 9

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

TRADEMARK ASSIGNMENT

WHEREAS, PINNACLE BRANDS, INC., a corporation of the State of Delaware (including all of its direct and indirect subsidiaries and divisions, other than its Optigraphics division, all such other subsidiaries and divisions being GSAC Holdings, Inc., Donruss Trading Card Company, Flapco, Inc., MLM Acquisition Corp. and Pinnacle Trading Card Company) (hereafter collectively "PINNACLE BRANDS, INC."), is the owner of the trademarks, trademark applications and trademark registrations shown on the annexed schedule; and

WHEREAS, PLAYOFF CORPORATION, a corporation of the State of Texas, having a place of business at 1517 W.N. Carrier Parkway, One Hundred Fifty Five, Grand Prairie, Texas 75050, is acquiring the portion of the business to which the marks pertain, and is desirous of acquiring the marks, the applications and registrations and the goodwill of the business associated therewith,

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged;

PINNACLE BRANDS, INC., hereby sells, assigns and transfers to PLAYOFF CORPORATION, and its successors and assigns, all right, title and interest in and to the marks, the applications and registrations, together with the goodwill of the business symbolized by the marks, and the right to sue for past infringement thereof.

PINNACLE BRANDS, INC. hereby authorizes PLAYOFF CORPORATION and its attorneys and agents to record this Trademark Assignment in all countries.

PINNACLE BRANDS, INC.
GSAC HOLDINGS, INC.
PINNACLE TRADING CARD COMPANY
DONRUSS TRADING CARD COMPANY
MLM ACQUISITION CORP.
FLAPCO, INC.

Dated November 25, 1998

By: 

Name: S. Douglas Hopkins

Title: President

PLAYOFF CORPORATION hereby acknowledges and accepts the foregoing Assignment.

Dated: November 25 1998

PLAYOFF CORPORATION

By: Lawrence Blackwell

Name: Lawrence Blackwell

Title: Chief Operating Officer

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1 DG:lpb 10/30/98

**SCHEDULE TO
TRADEMARK ASSIGNMENT**

See attached

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1 DG:lpb 11/11/98

Intellectual Property

Pending Trademarks

Trademark	Application Number	Application Date
24KT	75118892	06/14/96
Aficionado	75/080856	03/29/96
Canned Heat	75/284122	04/30/97
Donruss (Canada) Trading Card Games	794803	10/04/95
Donruss (Benelux)	846102	01/26/98
Epix	75/430969	02/09/98
Fire On Ice (Canada)	793195	09/21/95
Fire On Ice (U.S.) Games	74/732812	09/21/95
Fractal Matrix	75/284229	04/30/97
Game Frames	628822	02/02/95
Golden Blades	75/080857	03/29/96
Half the Battle is Knowing What to Collect	75/080854	03/29/96
Hardwood Heroes	75/234406	01/31/97
Helmets	733039	09/22/95
High Profile	073761	03/18/96
Hitters, Inc.	75/064692	02/28/96
Hobby Reserve	75/284119	04/30/97
Ice Breakers	75/080855	03/29/96
Igniters	75/234248	01/31/97
Inscriptions	75/284121	04/30/97
Lethal Weapon	75/234405	01/31/97
Masks (Canada)		04/14/94
Masterstrokes	75/284118	04/30/97
Men at Work	75/234407	01/31/97
National Treasure	75/234251	01/31/97
Nifty Fifty (Canada)	728718	05/11/93
Nylon Nightmare	75/234408	01/31/97
Pine Tar Prodigies	75/234399	01/31/97
Pinnacle (El Salvador)	1031/92	03/17/92
Pinnacle (Venezuela)	1922/92	02/07/92
Pinnacle Mint Collection (reg.)	2,185,499	09/01/98
Pinnacle Museum Collection	75/284126	04/30/97
Pole Position	75/118894	06/14/96
Preferred	701224	07/14/95
Score (Chile)	234363	03/12/93

Score (Guatemala)	4216/92	07/14/92
Score (Jamaica)	16/1534	02/17/92
Score (Mexico)	132368	02/10/92
Score (Venezuela)	1921/92	02/07/92
Showdown	74/725598	09/06/95
Signing Bonus	75/234404	01/31/97
Slash & Dash	75/234409	01/31/97
Slideshow	75/234248	01/31/97
Staremaster	75/092067	04/22/96
Stoppers	75/833523	11/03/97
Studs	75/118893	06/14/96
Summit	701223	07/14/95
Talk the Talk, Walk the Walk	483018	01/27/94
Team Nucleus	75/064693	02/28/96
Team Pinnacle (El Salvador)	1030/92	03/17/92
Team Pinnacle (Venezuela)	1919/92	02/07/92
Wallbangers		04/22/96
Zenith	75/175479	10/01/96

Registered Trademarks

Trademark	Registration Number	Registration Date
90's Gridiron Stars	1810266	12/07/93
A Year To Remember	1618685	10/23/90
Action All Stars	1312280	01/01/85
Action Packed	2,050,966	04/08/97
Certified	2031649	01/21/97
Cooperstown Card	2007352	10/15/96
Credentials	2037939	02/11/97
Crunch Crew	1723668	10/13/92
Decade Greats	1449650	07/28/87
Diamond King	1255294	10/25/83
Donruss	1526835	02/28/89
Donruss (Canada)	422023	01/07/94
Double Trouble	1853063	09/06/94
Fire On Ice (Benelux)	603107	01/26/96
Fire On Ice (United States)	1924619	10/03/95
Gamewinners	1944248	12/26/95
Gold Rush	1899836	06/13/95
Good Guy	1805270	11/16/93
Gridiron Skills	1899824	06/13/95
Grips	1778357	06/22/93
Head-To-Head	1751886	02/09/93
Hit List	2056282	04/22/97

Action Packed (Canada)

3 423364

02/18/94

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REEL: 003017 FRAME: 0021

Hometown Heroes (Canada)	TMA452367	12/29/95
Hometown Heroes	1832174	04/19/94
Idols	1751885	02/09/93
K-Man	1695333	06/16/92
Long Ball Leaders	1847354	07/26/94
Masks	1814437	12/28/93
Master Blaster	1812893	12/21/93
Men of Autumn	1968738	04/16/96
Movers	2031101	01/14/97
Naturals	1806722	11/23/93
New Generation	1922912	09/26/95
Nifty Fifty	1889261	04/11/95
Now & Then	1853060	09/06/94
Now and Then (Canada)	TMA452366	12/29/95
Phenoms	1805274	11/16/93
Pinnacle (Argentina)	1492435	12/30/93
Pinnacle (Bolivia)	54954-C	06/22/93
Pinnacle (Brazil)	816739196	09/21/93
Pinnacle (Canada)	438051	01/20/95
Pinnacle (Chile)	397617	12/01/92
Pinnacle (Colombia)	150808	01/31/94
Pinnacle (Costa Rica)	81662	12/07/92
Pinnacle (Dominican Rep)	53113	04/14/92
Pinnacle (Ecuador)	434-93	03/16/93
Pinnacle (Finland)	136725	03/06/95
Pinnacle (Guatemala)	72795	10/13/94
Pinnacle (Honduras)	55.859	08/07/92
Pinnacle (Jamaica)	25581	02/17/92
Pinnacle (Mexico)	423792	10/16/92
Pinnacle (Nicaragua)	23631CC	08/01/93
Pinnacle (Panama)	62332	07/24/94
Pinnacle (Paraguay)	158340	11/02/92
Pinnacle (Peru)	99003	08/24/92
Pinnacle (Puerto Rico)	31455	07/02/92
Pinnacle (Uruguay)	253730	11/04/92
Pinnacle	1753230	02/18/93
Pinnacle (Stylized) (Canada)	438637	02/03/95
Pinnacle (Stylized)	1750778	02/02/93
Pinnacle (Stylized) Sweden	314108	06/14/96
Pinnacle Power	2010825	10/22/96
Pinnacle Triangle Design	2006348	10/08/96
Power Alley	2084654	07/29/97
Pure Power	2070579	06/10/97
Racer's Choice	2029336	01/07/97

Rated Rookie	1375844	12/17/85
Rifleman	1695332	06/16/92
Rocket Man	1696019	06/23/92
Rookie Idols	1832159	04/19/94
Rookie Roll Call	2021051	12/03/96
Roundtrippers	2070578	08/10/97
Sack Attack	1698391	06/30/92
Score (Argentina)	1540499	10/31/94
Score (Bolivia)	54958-C	06/22/93
Score (Brazil)	816739188	09/21/93
Score (Canada)	392795	01/10/92
Score (Colombia)	150817	01/31/94
Score (Costa Rica)	81663	12/07/92
Score (Dominican Rep)	53112	04/14/92
Score (Ecuador)	433/93	03/16/93
Score (El Salvador)	249	04/28/97
Score (Finland)	139146	08/07/95
Score (France)	1703741	11/06/91
Score (Germany)	2027522	01/05/93
Score (Honduras)	55.863	08/07/92
Score (Italy)	610604	12/03/93
Score (Nicaragua)	23623	07/27/93
Score (Panama)	62331	03/14/94
Score (Paraguay)	158342	11/02/92
Score (Peru)	99002	08/24/92
Score (Puerto Rico)	31453	07/02/92
Score (United Kingdom)	1482074	10/09/91
Score (Uruguay)	253729	11/04/92
Score	1590866	04/10/90
Score	1650141	07/09/91
Score & Design (Canada)	413598	06/18/93
Score & Design	1499531	08/09/88
Score & Design	1594197	05/01/90
Score & Design	1683758	04/21/92
Select (Canada)	TMA438412	02/17/95
Select (Finland)	139145	08/07/95
Select	1775866	06/08/93
Serious Cards for a Serious Game	1820599	02/08/94
Shades	1780846	07/06/93
Shakers	2031099	01/14/97
Sharp Shooters	1832161	04/19/94
Sharp Shooters (Canada)	415072	07/30/93
Sideline	1750776	02/02/93
Slug	1970156	04/23/96

Slugfest	1782113	07/13/93
Sportflics (Finland)	136726	03/06/95
Sportflics (Canada)	327103	05/01/87
Sportflics	1401163	07/15/86
Sportflics 2000	1934031	11/07/95
Sportfix	2059843	05/06/97
Studio	1735693	11/24/92
Studio & Design	1781361	07/13/93
Sweet Caporal	1612907	09/11/90
Team 2000	1779657	06/29/93
Team 2001 (Canada)	444925	07/07/95
Team 2001	1841330	06/21/94
Team Pinnacle (Argentina)	1492434	12/30/93
Team Pinnacle (Bolivia)	54955-C	06/22/93
Team Pinnacle (Brazil)	816739200	09/21/93
Team Pinnacle (Canada)	437915	01/06/95
Team Pinnacle (Chile)	421877	02/15/94
Team Pinnacle (Colombia)	150810	01/31/94
Team Pinnacle (Costa Rica)	81179	10/28/92
Team Pinnacle (Dominican Rep)	53111	04/14/92
Team Pinnacle (Ecuador)	432-93	03/16/93
Team Pinnacle (Guatemala)	72808	10/13/94
Team Pinnacle (Honduras)	55.862	08/07/92
Team Pinnacle (Jamaica)	25278	02/17/92
Team Pinnacle (Mexico)	423910	10/19/92
Team Pinnacle (Nicaragua)	23632CC	08/01/93
Team Pinnacle (Panama)	62330	07/22/94
Team Pinnacle (Paraguay)	158341	11/02/92
Team Pinnacle (Peru)	99004	08/24/92
Team Pinnacle (Puerto Rico)	31454	07/02/92
Team Pinnacle (Uruguay)	253731	11/04/92
Team Pinnacle	1743924	12/29/92
The Cycle	1899838	06/13/95
The Elite Series	1822680	02/22/94
The Franchise	1762795	04/06/93
The Intelligent Choice	1780844	07/06/93
The Legends Series	1741283	12/22/92
The Signature Cards	1831290	04/19/94
USA Greats (Canada)	427806	05/27/94
USA Greats	1800101	10/29/93
Young Superstar	1731026	11/10/92
ZTEAM	2084140	07/29/97