

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Miner Group, Limited		11/30/2004	CORPORATION:

RECEIVING PARTY DATA	
Name:	Mello Smello, LLC
Street Address:	3440 Winnetka Avenue North
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55427
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	2114458	QUICK WRAP
Registration Number:	2285027	KIDCENTIVES
Registration Number:	1660824	SCRATCH AND SMELL
Registration Number:	1665924	MAGIC WINDOW
Registration Number:	1453161	BODY LANGUAGE
Registration Number:	1539683	AMERICA'S FUTURE...CHILD NUTRITION
Registration Number:	2401984	SUPER SACKS
Registration Number:	2441027	PIZZA POSSE
Registration Number:	1839021	MAGIC CLING
Registration Number:	1791843	MISSION NUTRITION
Registration Number:	2075472	LEAH & FRIENDS
Registration Number:	1813665	MELLO SMELLO
Registration Number:	1809751	NORTHPRINT INTERNATIONAL NPI
Registration Number:	2055105	WINDOW PEEKERS

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Registration Number:	2053653	JUDY GARLAND MUSEUM
Registration Number:	2694747	OLYM PAK
Registration Number:	1704886	MAKE-A-SCENE
Registration Number:	2648676	WHERE FUN IS SERIOUS BUSINESS
Registration Number:	2742026	PEEKERS
Registration Number:	1965189	THE MINER GROUP INTERNATIONAL
Serial Number:	78632243	VIVIDVISION
Registration Number:	1544396	SURPRISES ACTIVITIES FOR TODAY'S KIDS & PARENTS

CORRESPONDENCE DATA

Fax Number: (612)977-8650
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 612-977-8480
Email: ip@briggs.com
Correspondent Name: Gerald E. Helget
Address Line 1: 80 South Eighth Street
Address Line 2: Suite 2200
Address Line 4: Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:	33119.1
NAME OF SUBMITTER:	Gerald E. Helget
Signature:	/Gerald E. Helget/
Date:	11/02/2005

Total Attachments: 3
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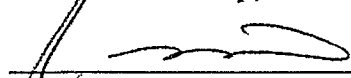
ASSIGNMENT OF INTELLECTUAL PROPERTY

For good and valuable consideration, the receipt and sufficiency of which are herewith acknowledged, The Miner Group, Limited, a Minnesota corporation ("Seller"), herewith sells, assigns, transfers and conveys to Mello Smello, LLC, a Minnesota limited liability company ("Purchaser"), its successors and assigns, all of Seller's right, title and interest in any inventions, marks, including trademarks, service marks, certification marks, and collective marks, whether by word, logo or other forms of mark, trade names, assumed names, copyrights, applications therefor, patents thereon, registrations thereof and licenses thereof, the right to use the Purchased Assets in the conduct of a going business, trade secrets, secret processes and procedures, engineering, production, assembly design and installation encompassed in any and all embodiments, including, but not limited to, technical drawings, specifications, working notes and memos, market studies, consultant reports, technical and laboratory data, competitive samples, engineering prototypes and confidential information, know-how, any and all similar property of any nature, tangible and intangible, and specifically including the property and rights set forth in Schedule 1 attached hereto, and specifically including all goodwill associated with the foregoing (collectively, the "Intellectual Property"). The words "Business" and "Purchased Assets" shall have the meanings ascribed to them in the Asset Purchase Agreement between Seller and Purchaser effective November 30, 2004.

Seller represents and warrants it is the sole owner of the Intellectual Property and that it has good right, title and interest in and to the same. Seller has full right and ability to transfer the Intellectual Property to Purchaser. The Intellectual Property shall be conveyed free and clear of all liens, claims, security interests, pledges, mortgages and encumbrances, with the exception of any security interest in the same held by secured parties pursuant to underlying debt being assumed by Buyer. Seller agrees to defend and warrant the above-described transfer of the Intellectual Property to Purchaser against any and all persons and entities who claim any right, title, interest, lien or claim to the Intellectual Property that is inconsistent with the representations set forth herein.


This Assignment is executed effective November 30, 2004.

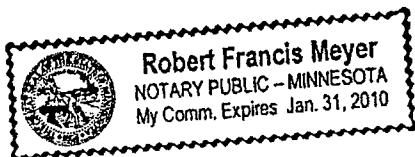
The Miner Group, Limited


By: JOSEPH O. MORRIS
Its: PRESIDENT

State of MINNESOTA
County of Bennepin

This instrument was acknowledged before me on November 30, 2004 by Joseph O. Morris as officer of THE MINER GROUP LIMITED.


Robert Francis Meyer
My commission expires 1/31/2010



Schedule 1

Trademark	Application Number	Application Date	Registration Number	Registration Date
QUICK WRAP	74/634,725	2/16/1995	2,114,458	11/18/1997
KIDCENTIVES & design	75/507,394	6/23/1998	2,285,027	10/12/1999
SCRATCH AND SMELL	74/121,132	12/6/1990	1,660,824	10/15/1991
MAGIC WINDOW	74/121,904	12/10/1990	1,665,924	11/26/1991
BODY LANGUAGE	73/472,458	3/27/1984	1,453,161	8/18/1987
AMERICA'S FUTURE....CHILD NUTRITION	74/751,780	9/19/1988	1,539,683	5/16/1989
SUPRISES & design	736,798	6/22/1988	1,544,396	6/20/1989
SUPER SACKS (stylized)	75/846,169	11/10/1999	2,401,984	11/7/2000
PIZZA POSSE	76/034,679	4/26/2000	2,441,027	4/3/2001
MAGIC CLING	74/332,897	11/19/1992	1,839,021	6/7/1994
MISSION NUTRITION & design	74/332,752	11/19/1992	1,791,843	9/7/1993
LEAH & FRIENDS	75/104,673	5/15/1996	2,075,472	7/1/1997
MELLO SMELLO & design	74/353,475	1/28/1993	1,813,665	12/28/1993
NPI NORTH PRINT INTERNATIONAL & design	74/342,665	12/23/1992	1,809,751	12/7/1993
WINDOW PEEKERS	75/104,392	5/15/1996	2,055,105	4/22/1997
JUDY GARLAND MUSEUM	74/693,792	6/27/1995	2,053,653	4/15/1997
OLYM PAK	76/244,048	4/20/2001	2,694,747	3/11/2003
MAKE-A-SCENE	74/122,260	12/10/1990	1,704,886	8/4/1992
WHERE FUN IS SERIOUS BUSINESS	76/257,928	5/15/2001	2,648,676	11/12/2002

Trademark	Application Number	Application Date	Registration Number	Registration Date
PEEKERS	78/162,546	9/10/2002	2,742,026	7/29/2003
THE MINER GROUP INTERNATIONAL & design	74/590,479	10/25/1994	1,965,189	4/2/1996
VIVIDVISION	78/632,243	5/18/2005		

FOREIGN TRADEMARKS

Trademark	Application Number	Application Date	Registration Number	Registration Date
MELLO SMELLO & design (South Korea)	7090/1995	2/27/1995	355479	1/31/1997
MELLO SMELLO & design (China)	950139965	11/8/1995	1014626	5/28/1997
MELLO SMELLO & design (in Chinese) (China)	970036086	4/21/1997	1178456	5/28/1998
MELLO SMELLO (Community Trademark)	219444	4/10/1996	219444	6/25/1998

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Copyright	Application Number	Application Date	Registration Number	Registration Date
SUPER SACKS	VA 440287		VA 440287	