

08-31-2005



103071523
ATTORNEYS ONLY

8.31.05

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):

GMAC COMMERCIAL FINANCE LLC

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

Citizenship (see guidelines) [_____]
Execution Date(s) 08/15/2005
Additional names of conveyir _____

Second in Filing Sequence

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes

- Yes
- No

Name: NSI International, Inc.

Internal Address: _____

Street Address: 105 Price Parkway

City: Farmingdale

State: New York

Country: USA

Zip: 11735

- 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) SEE EXHIBIT A ANNEXED HERETO

B. Trademark Registration No.(s) SEE EXHIBIT A ANNEXED HERETO

7844305

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: Helen M. Linehan

Internal Address: Otterbourg, Steindler, Houston & Rosen, P.C.

Street Address: 230 Park Avenue

City: New York

State: NY

Zip: 10169

Phone Number: 212-661-9100 X 709

Fax Number: 917-368-7111

Email Address: hlinehan@oshr.com

6. Total number of applications and registrations involved:

59

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$1,490.00

- 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 _____

Authorized User Name: _____

9. Signature:

Helen M. Linehan
Signature

8/30/05
Date

Total number of pages including cover sheet, attachments, and document. 14

Helen M. Linehan

Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (703) 306-6995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

01 FC:0521
02 FC:0522
08/31/2005 BUYING 0000070 7844305

EXHIBIT A
TO
RECORDATION FORM COVER SHEET
(TRADEMARKS ONLY)

<u>TRADEMARK APPLICATION NOS.</u>	<u>TRADEMARK REGISTRATION NOS.</u>	<u>TRADEMARK REGISTRATION NOS.</u>
78/443005	2,409,432	2,846,016
76/415836	2,503,177	2,757,222
233786	2,388,464	2,735,375
78/327965	2,267,871	2,861,654
78/332425	2,782,648	2,820,498
78/307429	2,541,730	1,162,885
78/332348	2,390,302	1,582,385
78/341352	2,541,158	2,131,382
78/304290	2,390,435	2,213,276
78/327952	2,436,498	2,277,722
78/307442	2,345,988	2,376,258
76/333449	1,552,079	2,687,299
78/488528	2,442,896	2,737,800
78/334334	2,398,500	2,867,468
78/349189	2,457,971	2,872,599
78/488481	1,899,828	2,743,729
78/567501	1,973,497	2,153,528
	2,355,694	2,879,999
	2,053,676	2,400,794
	2,488,958	
	2,419,744	
	2,388,574	
	2,747,947	

586839.1

**TRADEMARK
REEL: 003213 FRAME: 0105**

ASSIGNMENT OF TRADEMARKS

This Assignment Agreement is by and between **GMAC COMMERCIAL FINANCE LLC**, of 1290 Avenue of the Americas, New York, New York 10104 ("Assignor"), and **NSI INTERNATIONAL, INC.** of 105 Price Parkway, Farmingdale, NY 11735 ("Assignee").

WHEREAS, pursuant to its rights as a secured party under a Loan and Security Agreement dated August 20, 2002 by and between Assignor and NATURAL SCIENCE INDUSTRIES, LTD., Assignor is the owner of certain U.S. Trademark Applications and Registrations listed in Schedule A (collectively, the "Marks") and, pursuant to and in exercise of its rights as a secured party under the Uniform Commercial Code, Assignor wishes to assign, and Assignee desires to acquire, all of Assignor's rights to the Marks.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor assigns to Assignee all of Assignor's right, title, and interest in and to the Marks, including all common law rights, together with the goodwill symbolized by any use of the Marks and the right to sue third parties for and recover damages from past and future infringement of the Marks.

Assignor hereby authorizes the Commissioner of Patents and Trademarks of the United States, and any official of any other country empowered to issue trademark registrations, to record this Assignment, and to issue or transfer all of the Trademark Applications and/or Registrations listed on Schedule A hereto to the Assignee as owner of all right, title and interest therein, or otherwise as the Assignee may direct, in accordance with the terms of this Assignment.

IN TESTIMONY WHEREOF, Assignor has executed this document on the date indicated below.

Date: August 15, 2005

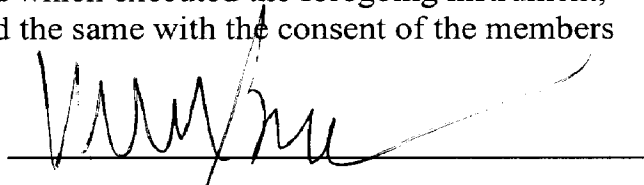
GMAC COMMERCIAL FINANCE LLC



By: Frank DiCeglie
Title: Director

STATE OF NEW YORK)
) ss.:
COUNTRY OF NEW YORK)

On this 15th day of August, 2005, before me came Frank DiCeglie, to me know, who being by me duly sworn, did depose and say that he is a Director of GMAC Commercial Finance LLC, the limited liability company described in, and which executed the foregoing instrument, and he has acknowledged to me that he has executed the same with the consent of the members thereof.



MITCHELL M. BRAND
Notary Public, State of New York
No. 4832584
Qualified in Westchester County
Commission Expires March 30, 2007

Schedule A

Date Printed: 6/28/2005

Time Printed: 10:22AM

By: CLW

<u>Title / Mark</u>	<u>Code</u>	<u>Attorney(s)</u>	<u>Serial Number</u>	<u>Pat./Reg. Number</u>	<u>Client Organization</u>	<u>Status</u>
<u>Client-Matter No.</u>	<u>Country</u>		<u>Filing Date</u>	<u>Issue/Reg. Date</u>	<u>Their Reference</u>	<u>File Location</u>
SUPERELASTICBUBBLEPLASTIC 0279-324T	US TM/SM United States	JAB	78/443005 6/29/2004		Natural Science Industries, Ltd.	Pending-serial no assigner SCGB
ASTRO LAB 0279-148T	US TM/SM United States	JAB	75/660,768 3/15/1999	2,409,432 11/28/2000	Natural Science Industries, Ltd.	Registered SCGB
ASTRO MAGNETS 0279-194T	US TM/SM United States	JAB	76/092,426 7/19/2000	2,503,177 10/30/2001	Natural Science Industries, Ltd.	Registered Entire file in storage
BEAD PETS 0279-115T	US TM/SM United States	JAB	75/557,217 9/23/1998	2,388,464 9/19/2000	Natural Science Industries, Ltd.	Registered SCGB
CRAZY FOAM 0279-222TCA	For. Trademrk Canada	JAB	1121361 11/09/2001	TMA598,442 12/31/2003	Natural Science Industries, Ltd.	Registered SCGB
CREATE A COLOR NAIL SALON 0279-088T	US TM/SM United States	JAB	369,242 10/07/1997	2,267,871 6/03/1999	Natural Science Industries, Ltd.	Registered SCGB

Matter List

Schweitzer Cormann Gross & Bondell LLP
 292 Madison Avenue, 19th Floor
 New York, NY 10017
 646-424-0770

Date Printed: 6/28/2005
 Time Printed: 10:22AM
 By: CLW

<u>Title / Mark</u>	<u>Code</u>	<u>Attorney(s)</u>	<u>Serial Number</u>	<u>Pat./Reg. Number</u>	<u>Client Organization</u>	<u>Status</u>
<u>Client-Matter No.</u>	<u>Country</u>		<u>Filing Date</u>	<u>Issue/Reg. Date</u>	<u>Their Reference</u>	<u>File Location</u>
DRESS-UP DIVAS 0279-238T	US TM/SM United States	JAB	76327087 10/18/2001	2762648 11/11/2003	Natural Science Industries, Ltd.	Registered SCGB
EDUTRONICS 0279-197T	US TM/SM United States	JAB	76116,609 8/25/2000	2,541,730 2/19/2002	Natural Science Industries, Ltd.	Registered Entire file in storage
FRIENDSHAPES 0279-109T	US TM/SM United States	JAB	75494971 6/01/1998	2390302 9/26/2000	Natural Science Industries, Ltd.	Registered SCGB
FRIENDSHIP FASHIONS 0279-154T	US TM/SM United States	JAB	75772,866 8/10/1999	2,541,168 2/19/2002	Natural Science Industries, Ltd.	Registered SCGB
GLAM 2 GO 0279-142T	US TM/SM United States	JAB	75627,908 1/26/1999	2,390,435 9/26/2000	Natural Science Industries, Ltd.	Registered SCGB
GLITTER GLASS 0279-155T	US TM/SM United States	JAB	75783,303 8/24/1999	2,436,498 3/20/2001	Natural Science Industries, Ltd.	Registered SCGB

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IMAGINE NATION 0279-094T	US TM/SM United States	JAB	405,747 12/15/1997	2,345,988 4/25/2000	Natural Science Industries, Ltd.	Registered SCGB
IMAGINE NATION 0279-094TDE	For. Trademrk Germany	JAB	39825046.4/2 5/06/1998	398 25 046 11/02/1998	Natural Science Industries, Ltd.	Registered SCGB
IMAGINE NATION 0279-094TGB	For. Trademrk United Kingdom	JAB	2,168,865 6/06/1998	2-168865 6/06/1998	Natural Science Industries, Ltd.	Registered SCGB
LIBRARY OF SCIENCE 0279-005T	US TM/SM United States	MAG	741,651 7/22/1988	1,552,079 8/15/1989	Natural Science Industries, Ltd.	Registered Entire file in storage
LUCKY CHARMS 0279-258T	US TM/SM United States	JAB	76415836 6/04/2002		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
MAGIC WATER PAINTINGS 0279-043T	US TM/SM United States	JAB	75/026,315 12/01/1995	2,442,896 4/10/2001	Natural Science Industries, Ltd.	Registered Entire file in storage

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MICROCHEM 0279-014TGB	For. Trademrk United Kingdom	JAB	1,457,633 3/06/1991	B1,457,633 3/06/1991	Natural Science Industries, Ltd.	Registered Entire file in storage
MOTORWORKS 0279-117T	US TM/SM United States	JAB	75/558,556 9/24/1998	2,398,500 10/24/2000	Natural Science Industries, Ltd.	Registered SCGB
OUTBACK WILDLIFE 0279-134T	US TM/SM United States	JAB	75/605,754 12/15/1998	2,457,971 6/05/2001	Natural Science Industries, Ltd.	Registered SCGB
PAINT, RATTLE & ROLL 0279-027T	US TM/SM United States	JAB	438,356 9/21/1993	1,899,828 6/13/1995	Natural Science Industries, Ltd.	Registered Entire file in storage
PRETTY PENDANTS 0279-034T	US TM/SM United States	JAB	74/600,646 11/18/1994	1,973,497 5/07/1996	Natural Science Industries, Ltd.	Registered SCGB
PRETTY PETALS FLOWER MAKER 0279-085T	US TM/SM United States	JAB	350,516 9/02/1997	2,355,694 6/06/2000	Natural Science Industries, Ltd.	Registered SCGB

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ROCK & GEM DIG 0279-071T	US TM/SM United States	JAB	233,786 1/30/1997	12/15/1998	Natural Science Industries, Ltd.	Registered SCGB
SCRATCH'N'DRAW 0279-045T	US TM/SM United States	JAB	056,348 2/12/1996	2,053,675 4/15/1997	Natural Science Industries, Ltd.	Registered Entire file in storage
SKELETRONIX 0279-177T	US TM/SM United States	JAB	75/832,541 10/26/1999	2,488,958 9/11/2001	Natural Science Industries, Ltd.	Registered SCGB
SNACK 'N' SWIRL 0279-122T	US TM/SM United States	JAB	75/557,220 9/23/1998	2,419,744 1/09/2001	Natural Science Industries, Ltd.	Registered Entire file in storage
THE BUTTERFLY COMPANY 0279-131T	US TM/SM United States	JAB	75597644 12/01/1998	2388574 9/19/2000	Natural Science Industries, Ltd.	Registered SCGB
THE SPINCREDIBLE SPIN DAZZLER 0279-300T	US TM/SM United States	JAB	78/327965 11/14/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB

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BLUE JEAN MACHINE						
0279-206T	US TM/SM United States	JAB	76/180,865 12/14/2000	2747947 8/05/2003	Natural Science Industries, Ltd.	Registered SCGB
WPF						
0279-307T	US TM/SM United States	JAB	78332425 11/24/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
AMAZING BUTTON MAKER						
0279-267T	US TM/SM United States	JAB	78456161 10/07/2002	2846016 5/25/2004	Natural Science Industries, Ltd.	Registered SCGB
MY FIRST MASTERPIECE						
0279-292T	US TM/SM United States	JAB	78307429 9/30/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
WORLD POG FEDERATION						
0279-304T	US TM/SM United States	JAB	78332348 11/24/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
ROLL-N-DOODLE						
0279-310T	US TM/SM United States	JAB	78341352 12/16/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB

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SCRAPBOOK FRAMES						
0279-290T	US TM/SM United States	JAB	78304290 9/23/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
SPIN DAZZLER						
0279-299T	US TM/SM United States	JAB	78/327952 11/14/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
RAINBOW WRITER						
0279-293T	US TM/SM United States	JAB	78307442 9/30/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
BEAUTIFILLS						
0279-240T	US TM/SM United States	JAB	76333449 11/02/2001		Natural Science Industries, Ltd.	Registered SCGB
POWER CHARMS						
0279-248T	US TM/SM United States	JAB	76/363,921 1/25/2002	2757222 8/26/2003	Natural Science Industries, Ltd.	Registered SCGB
WE LIVE IN YOUR TV						
0279-327T	US TM/SM United States	JAB	78/488528 9/23/2004		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB

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SEW EASY 0279-309T	US TM/SM United States	JAB	78/334334 12/01/2003		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
WOW FACTORY 0279-313T	US TM/SM United States	JAB	78/349,189 1/08/2004		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
TV PETS 0279-326T	US TM/SM United States	JAB	78/488481 9/23/2004		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB
A LITTLE IMAGINE NATION 0279-235T	US TM/SM United States	JAB	76/287,296 7/18/2001	2736375 7/08/2003	Natural Science Industries, Ltd.	Registered SCGB
SQUIRMLES 0279-283T	US TM/SM United States	JAB	78241501 4/24/2003	2861654 7/06/2004	Natural Science Industries, Ltd.	Registered SCGB
BIGGAMES HOME ARCADE MACHINE 0279-332T	US TM/SM United States	JAB	78/567501 2/15/2005		Natural Science Industries, Ltd.	Pending-serial no assigned SCGB

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CHARM SCHOOL 0279-272T	US TM/SM United States	JAB	78187891 11/22/2002	2820498 3/02/2004	Natural Science Industries, Ltd.	Registered SCGB
PAINT'N'SWIRL 0279-003T	US TM/SM United States	JAB	73188,506 10/06/1978	1,162,885 7/28/1981	Natural Science Industries, Ltd.	Registered Entire file in storage
MICROCHEM 0279-014T	US TM/SM United States	JAB	731811,660 7/10/1989	1,582,385 2/13/1990	Natural Science Industries, Ltd.	Registered Entire file in storage
CANDLE CREATIONS 0279-061T	US TM/SM United States	JAB	75198871 11/14/1996	2131382 1/20/1998	Natural Science Industries, Ltd.	Registered SCGB
BIOSCOPE 0279-050T	US TM/SM United States	JAB	75144305 8/02/1996	2213276 12/22/1998	Natural Science Industries, Ltd.	Registered SCGB
NSI LOGO 0279-108T	US TM/SM United States	JAB	495,271 6/01/1998	2,277,722 9/14/1999	Natural Science Industries, Ltd.	Registered SCGB

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<u>Client-Matter No.</u>	<u>Country</u>		<u>Filing Date</u>	<u>Issue/Reg. Date</u>	<u>Their Reference</u>		
SHARK LAB 0279-147T	US TM/SM United States	JAB	75656470 3/09/1999	2376258 8/08/2000	Natural Science Industries, Ltd.	Registered SCGB	
CRAZY FOAM 0279-222T	US TM/SM United States	JAB	76/255,297 5/10/2001	2687299 2/11/2003	Natural Science Industries, Ltd.	Registered SCGB	
INK BIG 0279-212T	US TM/SM United States	JAB	76/195,669 1/18/2001	2,737,800 7/15/2003	Natural Science Industries, Ltd.	Registered SCGB	
BOBBLE HEAD PETS 0279-266T	US TM/SM United States	JAB	76453770 9/30/2002	2867468 7/27/2004	Natural Science Industries, Ltd.	Registered SCGB	
CANDY GIRLS 0279-261T	US TM/SM United States	JAB	78147075 7/24/2002	2872599 8/10/2004	Natural Science Industries, Ltd.	Registered SCGB	
WIRE WRITER 0279-230T	US TM/SM United States	JAB	76/377,677 6/28/2001	2743729 7/29/2003	Natural Science Industries, Ltd.	Registered SCGB	

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ROLLING STONES 0279-064T	US TM/SM United States	JAB	75215553 12/19/1996	2153528 4/28/1998	Natural Science Industries, Ltd.	Registered SCGB
SHAKER MAKER 0279-256T	US TM/SM United States	JAB	76403096 5/02/2002	2879999 8/31/2004	Natural Science Industries, Ltd.	Registered SCGB
WILD WIRE 0279-130T	US TM/SM United States	JAB	75/590,189 11/17/1998	2,400,794 10/31/2000	Natural Science Industries, Ltd.	Registered Entire file in storage