

# TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Colorbok, Inc.		03/14/2006	CORPORATION: MICHIGAN
<b>RECEIVING PARTY DATA</b>			
Name:	Fifth Third Bank		
Street Address:	111 Lyon Street, N.W.		
City:	Grand Rapids		
State/Country:	MICHIGAN		
Postal Code:	49503		
Entity Type:	CORPORATION: MINNESOTA		
<b>PROPERTY NUMBERS Total: 40</b>			
Property Type	Number	Word Mark	
Registration Number:	2283697	REMEMBER WHEN...	
Serial Number:	78498466	WINGS & THINGS	
Serial Number:	78324611	FUN4ONE!	
Serial Number:	78529035	LIGHT UP YOUR LIFE	
Serial Number:	78570817	HAND MADE BY ME	
Serial Number:	78564546	JANEY BRAINY	
Serial Number:	78564542	BRAINY JANEY	
Serial Number:	78518236	SIMPLY YOURS	
Serial Number:	78739922	STAX	
Serial Number:	78736357	GALLERY J	
Serial Number:	78730001	MEMORY BOUTIQUE	
Serial Number:	78668683	QUICKPOINT	
Serial Number:	78717613	EXPRESS YOURSELF...CREATIVELY	
Serial Number:	78756809	PAINT A SUNCATCHER	

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**TRADEMARK**  
**REEL: 003268 FRAME: 0574**

Serial Number:	78102958	GIFTS TO GO
Registration Number:	2898155	INTRICUTS
Registration Number:	2898158	FOTOREEL
Registration Number:	2919799	BT'S PAPER COMPANY
Registration Number:	2944901	ALPHA STAX
Registration Number:	2944902	PERFECT PAGES
Registration Number:	2925772	BON JOURNAL
Registration Number:	2938279	MEMORIES MADE EASY
Registration Number:	1731029	COLORBOK
Registration Number:	3056075	DOO-DADS
Registration Number:	2957289	MY TYPE
Registration Number:	2622146	POM POM BLOSSOMS
Registration Number:	1042233	BAKIT BY NUMBER
Registration Number:	1902675	SAND CRITTERS
Registration Number:	1825283	GLITTER AND SAND CREATIONS
Registration Number:	2039053	FUN FOIL
Registration Number:	2039068	FOIL CREATIONS
Registration Number:	1790520	SAND CREATIONS
Registration Number:	1592151	BETTY'S
Registration Number:	2599224	YARN CRITTERS
Registration Number:	2855224	DOOR CRITTERS
Registration Number:	1929238	JEWELRY CREATIONS
Registration Number:	2386477	POM POM CRITTERS
Registration Number:	1049294	ANOTHER FINE SUN CATCHER PRODUCT
Registration Number:	2178121	STAINED GLASS CREATIONS
Registration Number:	870205	MAKIT & BAKIT

#### CORRESPONDENCE DATA

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ATTORNEY DOCKET NUMBER:	01200.051
NAME OF SUBMITTER:	Frank M. Scutch, III
Signature:	/Frank M. Scutch, III/
Date:	03/15/2006
<p>Total Attachments: 8</p> <p>source=Assignment of Trademarks for Collateral Security Purposes#page1.tif</p> <p>source=Schedule I - Registered and Pending Trademarks#page1.tif</p> <p>source=Schedule I - Registered and Pending Trademarks#page2.tif</p> <p>source=Schedule I - Registered and Pending Trademarks#page3.tif</p> <p>source=Schedule I - Registered and Pending Trademarks#page4.tif</p> <p>source=Schedule I - Registered and Pending Trademarks#page5.tif</p> <p>source=Schedule I - Registered and Pending Trademarks#page6.tif</p> <p>source=Schedule I - Registered and Pending Trademarks#page7.tif</p>	

**ASSIGNMENT OF TRADEMARKS FOR COLLATERAL SECURITY PURPOSES**

This Assignment of Trademarks for Collateral Security Purposes ("Assignment") is made as of this 14<sup>th</sup> day of March, 2006 by **Colorbök, Inc.**, a Michigan corporation of 2716 Baker Road, Dexter Michigan 48130 ("Assignor") and **Fifth Third Bank**, a Michigan banking corporation of 111 Lyon Street, N.W., Grand Rapids, Michigan 49503 ("Assignee").

**Assignment**

Assignor hereby assigns all of its right, title and interest in and to those trademarks described on the attached Schedule 1 (the "Trademarks") as collateral security for the Liabilities of Assignor to Assignee under and pursuant to that Loan and Security Agreement dated as of March 14, 2006 by and among Assignee, as Lender, and Assignor, as Borrower ("Loan Agreement"). This Assignment is executed and delivered pursuant to Section 10.2 of the Loan Agreement in order to perfect Assignee's security interest in the Trademarks. All terms and conditions of the Loan Agreement are incorporated herein by reference. All capitalized terms not otherwise defined in this Assignment shall be defined as provided in the Loan Agreement.

**COLORBÖK, INC.**, a Michigan  
corporation

By William Taylor  
Its President

# SCHEDULE 1

## REGISTERED/PENDING TRADEMARKS

Trademark	App. No.	Reg. No.	Country	Status	File Date	Reg. Date	Goods/Services
BETTY'S*	485053	485053	Australia	Registered	4/11/1988	4/11/1988	needlecraft kits and all other goods in this class
PAINT SUNCATCHER	A 636443	TMA375498	Canada	Registered	7/13/1989	11/9/1990	craft kits for children for making ornaments that are hung on the window.
REMEMBER WHEN...	75/277,273	2,283,697	United States	Registered	4/18/1997	10/5/1999	die-cut and straight-cut paper for borders and backgrounds, paper picture frames, stickers, sheet protectors, stencils, photo album sheets, photo albums, colored craft paper, loose leaf binders and scrap books
WINGS & THINGS	78/498,466		United States	Allowed	10/12/2004		paper goods and printed matter for children featuring insect wings only, namely, stationery kits comprised of stickers, note paper, paperboard, a pencil set with bookmarks, a felt board on paper, a paper puzzle, and a plastic magnet mirror on paper
FUN4ONE!	78/324,611		United States	Allowed	11/7/2003		arts and crafts paint kits comprised of coloring books, color crayons, stickers, a 3d frame, glitter and stamp and stamp pad
LIGHT UP YOUR LIFE	78/529,035		United States	Allowed	12/8/2004		paper goods and printed matter, namely, a three-dimensional adornment for scrapbooking and craft projects made of paper, vellum and ribbon
HAND MADE BY ME	78/570,817		United States	Allowed	2/18/2005		arts and craft paint kits; arts and craft clay kits; children's activity books; hobby craft sets for use in making sculptures, decorated boxes and frames, pictures, decorative items, costume jewelry and gifts; children's construction and art activity toys
JANEY BRAINY	78/564,546		United States	Pending	2/10/2005		stationery and paper products, namely, portfolios, theme books, composition books, 3-ring binders, notepads, list pads, spiral-bound notebooks, journals, address books, magnets, wipe/erase boards, tack boards

TRADEMARK

REEL: 003268 FRAME: 0578

Trademark	App. No.	Reg. No.	Country	Status	File Date	Reg. Date	Goods/Services
							with pins, door knob hangers, pencil cases, mouse pads, stickers, self-stick notes and memo pads; hats and shirts
BRAINY JANEY	78/564,542		United States	Pending	2/10/2005		stationery and paper products, namely, portfolios, theme books, composition books, 3-ring binders, notepads, list pads, spiral-bound notebooks, blank writing journals, address books, dry erase boards, tack boards with pins sold a unit, paper door knob hangers, pencil cases, stickers, self-stick notes and memo pads; hats and shirts
SIMPLY YOURS	78/518,236		United States	Pending	11/17/2004		paper goods and printed matter, namely, stationery, photo albums, scrapbooks, stickers, envelope seals, memorabilia boxes, party kits and gift bags
STAX	78/739,922		United States	Pending	10/25/2005		packaged note paper in the shape of alphabet letters, numbers and symbols; craft paper with punch out alphabet letters, numbers and symbols, patterned paper in various sizes, card stock in assorted colors and sizes, vellum paper in assorted sizes and printed patterns
GALLERY J	78/736,357		United States	Pending	10/19/2005		note cards, stationery, list pads, notepads, self-stick notes, calendars, bookmarks, party products and gift wrapping supplies, journals, address books, theme books, notebooks, portfolios, school supply kits and locker décor, desk caddys, dry erase boards, corkboards, file folders; photo albums; scrapbook albums; picture framing mats and bordering trim for photo albums; paper sheets, background papers, and printed papers for use in creating photo albums and scrapbooks albums; paper templates; paper die cut outs and accents; paper stickers; photo and scrapbook album theme kits consisting primarily of paper decorations, paper shapes and designs, border trim, paper cut outs, printed paper, drawing rulers, paper hole punches and

Trademark	App. No.	Reg. No.	Country	Status	File Date	Reg. Date	Goods/Services
							scissors; printed design paper sheets, sheet protectors, pens, pencils, glue, templates, stickers, paper frames and bordering; drawing templates; paper and printed emblems; paper banners; paper tags; paper picture frames; drawing rulers and drafting rulers; paper party decorations; decals; decorative paper borders; photo corners; albums refill pages; and album page protection sleeves paper, storage pockets, folios and folio closures, storage envelopes, arts and craft paint kits comprising clear plastic pictures with raised outlines, paints, paint brushes, suction cups for hanging the completed piece; pre-embossed pictures, framing mats, easel stands, embossing tools, sand and decorative accessories; clay and wood materials, memo books, guest books, occasion cards, cardboard and keepsake boxes, paper gift bags, shopping list pads, pencil boxes, pencils, pens, pre-decorated gift boxes, ribbons, bows, cards; photo album sheets, stencils
MEMORY BOUTIQUE	78/730,001		United States	Pending	10/10/2005		note cards, stationery, list pads, notepads, self-stick notes, calendars, bookmarks, party products and gift wrapping supplies, journals, address books, theme books, notebooks, portfolios, school supply kits and locker décor, desk caddys, dry erase boards, corkboards, file folders; photo albums; scrapbook albums; picture framing mats and bordering trim for photo albums; paper sheets, background papers, and printed papers for use in creating photo albums and scrapbooks albums; paper templates; paper die cut outs and accents; paper stickers; photo and scrapbook album theme kits consisting primarily of paper decorations, paper shapes and designs, border trim, paper cut outs, printed paper, drawing

Trademark	App. No.	Reg. No.	Country	Status	File Date	Reg. Date	Goods/Services
							rulers, paper hole punches and scissors; printed design paper sheets, sheet protectors, pens, pencils, glue, templates, stickers, paper frames and bordering; drawing templates; paper and printed emblems; paper banners; paper tags; paper picture frames; drawing rulers and drafting rulers; paper party decorations; decals; decorative paper borders; photo corners; albums refill pages; and album page protection sleeves paper, storage pockets, folios and folio closures, storage envelopes, arts and craft paint kits comprising clear plastic pictures with raised outlines, paints, paint brushes, suction cups for hanging the completed piece; pre-embossed pictures, framing mats, easel stands, embossing tools, sand and decorative accessories; clay and wood materials, memo books, guest books, occasion cards, cardboard and keepsake boxes, paper gift bags, shopping list pads, pencil boxes, pencils, pens, pre-decorated gift boxes, ribbons, bows, cards; photo album sheets, stencils
QUICKPOINT	78/668,683		United States	Pending	7/12/2005		needlecraft kits containing yarn, canvas, hook and instructions
EXPRESS YOURSELF...CREA TIVELY	78/717,613		United States	Pending	9/21/2005		note cards, stationery, list pads, notepads, self-stick notes, calendars, bookmarks, party products and gift wrapping supplies, journals, address books, theme books, notebooks, portfolios, school supply kits and locker décor, desk caddys, dry erase boards, corkboards, file folders; photo albums; scrapbook albums; picture framing mats and bordering trim for photo albums; paper sheets, background papers, and printed papers for use in creating photo albums and scrapbooks albums; paper templates; paper die cut outs and accents; paper stickers; photo and scrapbook album theme kits consisting primarily of paper



Trademark	App. No.	Reg. No.	Country	Status	File Date	Reg. Date	Goods/Services
							decorations, paper shapes and designs, border trim, paper cut outs, printed paper, drawing rulers, paper hole punches and scissors; printed design paper sheets, sheet protectors, pens, pencils, glue, templates, stickers, paper frames and bordering; drawing templates; paper and printed emblems; paper banners; paper tags; paper picture frames; drawing rulers and drafting rulers; paper party decorations; decals; decorative paper borders; photo corners; albums refill pages; and album page protection sleeves paper, storage pockets, folios and folio closures, storage envelopes, arts and craft paint kits comprising clear plastic pictures with raised outlines, paints, paint brushes, suction cups for hanging the completed piece; pre-embossed pictures, framing mats, easel stands, embossing tools, sand and decorative accessories; clay and wood materials, memo books, guest books, occasion cards, cardboard and keepsake boxes, paper gift bags, shopping list pads, pencil boxes, pencils, pens, pre-decorated gift boxes, ribbons, bows, cards; photo album sheets, stencils;
PAINT SUNCATCHER	A 78/756,809		United States	Pending	11/18/2005		advertising scrap booking materials and arts and crafts supplies and kits via the internet and printed catalogs; distributorships and retail and online sales of scrap booking materials and arts and crafts supplies, including paper, albums, scrap book embellishments, office supplies, stationery, party products, gift wrapping supplies, fibers and paints, clay and wood materials, and related instructions and guides
GIFTS TO GO	78/102,958	2,747,119	United States	Registered	1/16/2002	8/5/2003	gift sets, namely pre-decorated gift boxes, ribbons, bows, cards, and children's toys all sold together as a unit

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ICUTS	78/205,359	2,898,155	United States	Registered	1 /21/2003	10/26/2004	note pads and self-sticking note pads
FOTOREEL	78/205,388	2,898,158	United States	Registered	1 /21/2003	10/26/2004	die cut accents, frames and paper for use in scrapbooking
BT'S PAPER COMPANY	78/174,867	2,919,799	United States	Registered	10/16/2002	1 /18/2005	paper goods and printed publications, namely, scrapbooks, journals sold empty, address books, memo books sold empty, guest books, diaries and photo albums; occasion cards, stationery, self sticking notes, note pads and shopping list pads
ALPHA STAX	78/205,377	2,944,901	United States	Registered	1 /21/2003	4 /26/2005	packaged note paper in the shape of alphabet letters
PERFECT PAGES	78/205,396	2,944,902	United States	Registered	1 /21/2003	4 /26/2005	kits for making scrapbook pages comprised of art paper, paper frames, stickers and die cut paper accents
BON JOURNAL	78/174,857	2,925,772	United States	Registered	10/16/2002	2 /8 /2005	paper goods and printed publications, namely, scrapbooks, journals sold empty, address books, memo books sold empty, guest books and photo albums; occasion cards, stationery, cardboard and paper keepsake boxes, paper and fabric gift bags and paper gift bags
MEMORIES MADE EASY	78/396,414	2,938,279	United States	Registered	4 /12/2004	4 /5 /2005	scrapbooking materials, namely, paper, stickers, tags, storage pockets, storage envelopes, folios and folio closures
COLORBÖK	74/182,568	1,731,029	United States	Registered	7 /5 /1991	11/10/1992	photograph albums, address books, pencil boxes, note pads, sports card albums, stationery and journals for personal use
DOO-DADS	78/129,098	3,056,075	United States	Registered	5 /16/2002	1 /31/2006	stickers, namely, self-adhesive embellishments for scrapbooking and papercrafting
MY TYPE	78/399,411	2,957,289	United States	Registered	4 /21/2004	5 /31/2005	metal scrapbook accessories in the nature of letters, symbols, words and designs for use in making scrapbooks
POM BLOSSOMS*	76/200,184	2,622,146	United States	Registered	1 /25/2001	9 /17/2002	hobby craft kit for making flower-like objects comprising yarn, pipe cleaners, felt, pom poms and mirrors
BAKIT NUMBER*	73/043,395	1,042,233	United States	Registered	2 /4 /1975	6 /29/1976	kits to make imitation stained glass ornaments comprising metal frame and thermoplastic heat crystals
SCRITTERS	74/505,593	1,902,675	United States	Registered	3 /28/1994	7 /4 /1995	arts and crafts kit comprised of

Trademark	App. No.	Reg. No.	Country	Status	File Date	Reg. Date	Goods/Services
							sand and decorative accessories
GLITTER AND SAND CREATIONS	74/400,522	1,825,283	United States	Registered	6/11/1993	3/8/1994	handicraft kit composed of adhesive board, glitter and sand
FUN FOIL*	75/086,730	2,039,053	United States	Registered	4/10/1996	2/18/1997	arts and craft paint kits for children, comprised of pre-embossed pictures, paints, framing mats, easel stands, embossing tool, paintbrush and instructions
FOIL CREATIONS*	75/088,346	2,039,068	United States	Registered	4/12/1996	2/18/1997	arts and craft paint kits for children, comprised of pre-embossed pictures, paints, framing mats, easel stands, embossing tool, paintbrush and instructions
SAND CREATIONS	74/296,359	1,790,520	United States	Registered	7/20/1992	8/31/1993	handicraft kit comprised of adhesive board, and colored sand
BETTY'S*	73/722,953	1,592,151	United States	Registered	4/18/1988	4/17/1990	needlecraft kits containing yarn, canvas, hook and instructions
YARN CRITTERS*	76/200,185	2,599,224	United States	Registered	1/25/2001	7/23/2002	hobby craft kits for making animal like objects comprising yarn, pipe cleaners, and wiggle eyes
DOOR CRITTERS	78/195,602	2,855,224	United States	Registered	12/18/2002	6/15/2004	children's hobby sewing craft kit
JEWELRY CREATIONS*	74/505,592	1,929,238	United States	Registered	3/28/1994	10/24/1995	jewelry craft kits comprising beads, safety pins, jewelry findings, bead trays and instructions
POM POM CRITTERS*	75/628,607	2,386,477	United States	Registered	1/27/1999	9/12/2000	hobby craft kit for making animal like objects comprising yarn, pom pom templates, pipe cleaners and wiggle eyes
ANOTHER FINE SUN CATCHER PRODUCT*	73/037,663	1,049,294	United States	Registered	11/20/1974	9/28/1976	kits to make imitation stained glass ornaments comprising plastic crystals and metal frame
STAINED GLASS CREATIONS*	75/266,787	2,178,121	United States	Registered	3/31/1997	8/4/1998	arts and craft paint kits for children, comprising clear plastic pictures with raised outlines, paints, paint brush, and suction cups for hanging the completed piece
MAKIT & BAKIT	72/289,197	870,205	United States	Registered	1/19/1968	5/27/1969	plastic craft material-namely, plastic crystals used in making decorative items such as moiles, coasters, Christmas tree ornaments, etc.

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