

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	03/14/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Old Canco, Inc.	FORMERLY Illuminations.com, Inc.	03/14/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Candle Acquisition Co.
Doing Business As:	DBA Illuminations
Street Address:	1995 South McDowell Blvd.
City:	Petaluma
State/Country:	CALIFORNIA
Postal Code:	94954
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	2291811	ILLUME
Registration Number:	2906293	ILLUME

**CORRESPONDENCE DATA**

Fax Number: (415)772-6268  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (415) 772-6000  
 Email: john.wilson@hellerehrman.com  
 Correspondent Name: John C. Wilson / Heller Ehrman LLP  
 Address Line 1: 333 Bush Street  
 Address Line 4: San Francisco, CALIFORNIA 94104

ATTORNEY DOCKET NUMBER:	20106-0010
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OP \$65.00 2291811

NAME OF SUBMITTER:	John C. Wilson
Signature:	/John C. Wilson/
Date:	03/16/2006
<b>Total Attachments: 3</b> source=Old Canco - Candle Acquisition Assignment#page1.tif source=Old Canco - Candle Acquisition Assignment#page2.tif source=Old Canco - Candle Acquisition Assignment#page3.tif	

## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made this 14th day of March 2006 by Richard K. Diamond, as trustee in bankruptcy for the estate of Old Canco, Inc. f/k/a Illuminations.com, Inc. ("Assignor"), in favor of Candle Acquisition Co. d/b/a "Illuminations", a Delaware corporation ("Assignee").

WHEREAS, the trademarks and registrations subject to this assignment are set forth on Exhibit A hereto (the "Trademarks");

WHEREAS, Assignee desires to acquire all of Assignor's right, title, and interest in and to the Trademarks, the applications thereof, and the goodwill associated therewith; and

WHEREAS, the Trademarks are being assigned and transferred from Assignor to Assignee pursuant to that certain Bill of Sale and Assignment entered into between the parties as of March 14, 2006 (the "Bill of Sale and Assignment"), and confirmed and memorialized in this Assignment for purposes of recordal with the appropriate government and administrative agencies;

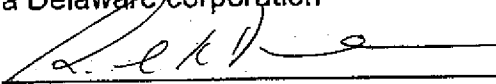
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to and in accordance with the Bill of Sale and Assignment, Assignor does hereby absolutely and unconditionally sell, transfer, convey, assign, grant, and deliver all of Assignor's right, title, and interest in and to the Trademarks, the registrations and applications thereof, and the goodwill associated therewith, to Assignee, free and clear of any and all liens, claims, and interests as provided in the "Order: (1) Granting Motion To Sell 'Illum' Trademark And

Related Assets Free And Clear; And (2) Authorizing And Approving Transactions Relating Thereto" entered by the United States Bankruptcy Court for the Central District of California on March 3, 2006, in the bankruptcy case of Old Canco, Inc.

Assignor hereby covenants that Assignor will, within a reasonable period of time after a written request therefor, execute and deliver to Assignee such additional documents as Assignee may request in order to more fully evidence the sale to and vesting in Assignee of the Trademarks.

IN WITNESS WHEREOF, Assignor has executed and delivered this Assignment as of the day and year first above written.

RICHARD K. DIAMOND  
as Trustee in Bankruptcy  
for the Estate of Old Canco, Inc. f/k/a  
Illuminations.com, Inc.,  
a Delaware corporation



Richard K. Diamond

Candle Acquisition Co.

By: Brian Laliberte  
Name: BRIAN LALIBERTE  
Title: PRESIDENT

EXHIBIT A  
TO TRADEMARK ASSIGNMENT

<u>Mark</u>	<u>Country</u>	<u>Registration No.</u>
ILLUME	Canada	579808
ILLUME	United Kingdom	2255311
ILLUME	United States	2,291,811
ILLUME	United States	2,906,293

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RECORDED: 03/16/2006

98% TRADEMARK  
TOTAL P.04  
P.04

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