

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EGI Acquisition, LLC		02/20/2007	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	Enesco, LLC
Street Address:	225 Winsor Drive
City:	Itasca
State/Country:	ILLINOIS
Postal Code:	60143
Entity Type:	LIMITED LIABILITY COMPANY:

PROPERTY NUMBERS Total: 82

Property Type	Number	Word Mark
Registration Number:	0847733	AQUILAUN
Registration Number:	0890219	BIG WHEEL
Registration Number:	1946341	CALICO KITTENS
Registration Number:	2565934	CHERISHED RETAILER
Registration Number:	2516829	CHERISHED TEDDIES BY ENESCO
Registration Number:	1756896	CHERISHED TEDDIES
Registration Number:	1846683	CHERISHED TEDDIES
Registration Number:	1846853	CHERISHED TEDDIES
Registration Number:	1850689	CHERISHED TEDDIES
Registration Number:	1854690	CHERISHED TEDDIES
Registration Number:	2354727	CHERISHED TEDDIES
Registration Number:	2395261	CHERISHED TEDDIES
Registration Number:	2484954	CHERISHED TEDDIES

CH \$2065.00 0847733

Registration Number:	0610392	COMMANDER
Registration Number:	0623248	COOL-A-PED
Registration Number:	2824274	COUNTRYGATE
Registration Number:	0863709	ENDA-BUG
Registration Number:	1335414	ENESCO
Registration Number:	1329471	ENESCO
Registration Number:	1330918	ENESCO
Registration Number:	1332795	ENESCO
Registration Number:	1336916	ENESCO
Registration Number:	1390930	ENESCO
Registration Number:	0400830	E-Z
Registration Number:	2470214	FESTIVITIES BY ENESCO
Registration Number:	2510901	FESTIVITIES BY ENESCO
Registration Number:	2550420	FESTIVITIES BY ENESCO
Registration Number:	2570355	FESTIVITIES BY ENESCO
Registration Number:	2605158	FESTIVITIES BY ENESCO
Registration Number:	2632141	FESTIVITIES BY ENESCO
Registration Number:	2632142	FESTIVITIES BY ENESCO
Registration Number:	2640031	FESTIVITIES BY ENESCO
Registration Number:	0903999	FIRST MATE
Registration Number:	2838698	FOUNDATIONS
Registration Number:	0401156	GERM-TROL
Serial Number:	78753878	GG
Serial Number:	78828859	GROW IN GRACE
Registration Number:	1237382	GROWING UP
Registration Number:	1055594	LADY CATHERINE
Registration Number:	0806478	LEGEND OF LOVE
Registration Number:	2439488	LIFE IS A CAROUSEL
Registration Number:	0977889	LOOK SEE
Registration Number:	0855326	LUSTRE LAST
Registration Number:	1291703	MAGIC SHIELD
Registration Number:	2375125	MARY'S MOO MOOS
Serial Number:	78828763	MEDITERRANEAN INSPIRATIONS
Registration Number:	2809894	MILIEU ENVIRONMENT FROM ENESCO
Registration Number:	1637947	QUALITY PLUS

Registration Number:	0556951	SILENT MAID
Registration Number:	0561875	SILENT MAID
Registration Number:	0983037	SKIN SCRUBBER
Registration Number:	1189366	SLIMLINE
Registration Number:	0629965	SLIMLINE
Registration Number:	2721234	SPIRITUELLE
Registration Number:	0636462	STANLEY
Registration Number:	0669463	STANLEY
Registration Number:	1250098	STANLEY HOME PRODUCTS
Registration Number:	2251533	STANLEY HOME PRODUCTS
Registration Number:	2251534	STANLEY HOME PRODUCTS
Registration Number:	2253763	STANLEY HOME PRODUCTS
Registration Number:	2253764	STANLEY HOME PRODUCTS
Registration Number:	2253765	STANLEY HOME PRODUCTS
Registration Number:	2253766	STANLEY HOME PRODUCTS
Registration Number:	2253767	STANLEY HOME PRODUCTS
Registration Number:	2255730	STANLEY HOME PRODUCTS
Registration Number:	2360401	STANLEY HOME PRODUCTS
Registration Number:	1337482	STANLEY
Registration Number:	0877467	STANLEY
Registration Number:	1396351	STAN-PAC
Registration Number:	0426252	STAN-WICK
Registration Number:	2895951	TEDDIES TO CHERISH
Registration Number:	2973908	TEDDIES TO CHERISH
Registration Number:	1507335	THE ENESCO TREASURY OF CHRISTMAS ORNAMENTS
Registration Number:	2534539	TOUCHING LIVES WITH BEAUTY AND EMOTION
Registration Number:	0591418	TRY-IT
Serial Number:	78829716	TWO BY TWO
Registration Number:	1195765	AMAZO II
Registration Number:	1179779	CLEAR THE AIR
Registration Number:	1203290	C-PLUS
Serial Number:	78831174	E
Registration Number:	1333278	ENESCO
Registration Number:	0630884	EZ WAXER

CORRESPONDENCE DATA

Fax Number: (212)593-5955
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-756-2552
Email: laurie.emmer@srz.com
Correspondent Name: Laurie Emmer, Esq.
Address Line 1: 919 Third Avenue
Address Line 2: 19th Floor
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	079295/0003
NAME OF SUBMITTER:	Laurie Emmer, Esq. (079295/0003)
Signature:	/kc for le/
Date:	04/12/2007

Total Attachments: 11
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Delaware

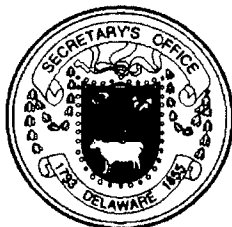
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "EGI ACQUISITION, LLC", CHANGING ITS NAME FROM "EGI ACQUISITION, LLC" TO "ENESCO, LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF FEBRUARY, A.D. 2007, AT 5 O'CLOCK P.M.

4285048 8100

070193069



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5446865

DATE: 02-21-07

TRADEMARK
REEL: 003521 FRAME: 0462

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF FORMATION
EGI ACQUISITION, LLC**

*State of Delaware
Secretary of State
Division of Corporations
Delivered 05:26 PM 02/20/2007
FILED 05:00 PM 02/20/2007
SRV 070193069 - 4285048 FILE*

This Certificate of Amendment of the Certificate of Formation of EGI Acquisition, LLC (the "Company") is being duly executed and filed pursuant to section 18-202 of the Delaware Limited Liability Company Act.

FIRST: The name of the limited liability company is: EGI Acquisition, LLC.

SECOND: Paragraph 1 of the Certificate of Formation is hereby amended to change the name of the Company from " EGI Acquisition, LLC " to "Enesco, LLC" so that it shall henceforth read in its entirety as follows:

"1: The name of the limited liability company is Enesco, LLC."

IN WITNESS WHEREOF, the undersigned Managing Member of the Company has executed this Certificate of Amendment of the Certificate of Formation of the Company this 20th day of February, 2007.

EGI HOLDINGS, LLC

By: 
Name: Terence O'Toole
Title: Vice President

TRADEMARK ASSIGNMENT (Enesco Group, Inc.)

This **TRADEMARK ASSIGNMENT** (this "**Trademark Assignment**"), dated as of February 14, 2007 (the "**Effective Date**"), by and between **ENESCO GROUP, INC.**, an Illinois corporation (the "**Assignor**"), and **EGI ACQUISITION, LLC**, a Delaware limited liability company (the "**Assignee**"). All capitalized terms used but not otherwise defined in this Trademark Assignment shall have the respective meanings ascribed to such terms in the Purchase Agreement (as hereinafter defined).

WHEREAS, pursuant to, and on the terms and subject to the conditions of, the Asset Purchase Agreement, dated as of January 21, 2007, by and among Assignor and other entities, as sellers, and Assignee, as purchaser (as amended, the "**Purchase Agreement**"), (i) Assignor has agreed to sell, assign, transfer, convey and deliver to Assignee all of Assignor's right, title and interest in, to and under all of the Purchased Assets, including without limitation all of Assignor's Trademarks (which do not include U.S. Trademark Registration Nos. 3,078,451 for Heartwood Creek or 2,337,689 for Mahogany Princess or the marks which are the subject of such registrations), including without limitation the trademarks, registrations and/or applications listed on **Schedule A** attached hereto (the "**Assigned Trademarks**"); and (ii) Assignee has agreed to purchase, acquire and accept from Assignor, all of Assignor's right, title and interest in, to and under all of the Assigned Trademarks; and

WHEREAS, pursuant to the Purchase Agreement, Assignor and Assignee entered into that certain Bill of Sale Agreement of even date herewith (the "**Bill of Sale**"), pursuant to which Assignor did sell, convey, transfer, assign and deliver to Assignee all of Assignor's right, title and interest in and to Assignor's Trademarks; and

WHEREAS, Assignee wishes by this Assignment to confirm its acquisition of all of Assignor's right, title and interest in and to the Assigned Trademarks, and Assignor wishes to confirm and assign same to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells and transfers unto Assignee, its successors and assigns, all of its right, title and interest throughout the world in perpetuity in and to the Assigned Trademarks and all common law rights and goodwill associated therewith, and the right to sue and recover for all past, present and future infringements and other violations of the Assigned Trademarks, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that such would have been held and enjoyed by Assignor had this assignment not been made. Assignor hereby covenants and agrees to provide any further necessary documentation and do all further acts reasonably requested by Assignee in this regard to confirm and perfect title in and to the Assigned Trademarks in Assignee, its successors, assigns or other legal representatives.

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IN WITNESS WHEREOF, Assignor and Assignee have executed this Trademark Assignment as an instrument under seal as of the Effective Date.

ASSIGNOR:

ENESCO GROUP, INC.

By: Marie Meisenbach Graul
Name: Marie Meisenbach Graul
Title: Executive Vice President & Chief Financial Officer

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF ILLINOIS

COUNTY OF COOK

ss.:

On this 14 day of February, 2007, before me, the undersigned, personally appeared Marie Meisenbach Graul, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


[Signature]
[NOTARY SEAL]



Trademark Assignment (Enesco Group, Inc.)

ASSIGNEE:

EGI ACQUISITION, LLC

By: 
Name: Seth Hendon
Title: Vice President

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF NEW YORK

ss.:

COUNTY OF NEW YORK

On this 12th day of February, 2007, before me, the undersigned, personally appeared Seth Hendon, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



(NOTARY SEAL)

JEANETTE ARIOLA
Notary Public, State of New York
No. 01AR4798015
Qualified in Queens County
Certificate Filed in New York County
Commission Expires Dec. 31, 2009

SCHEDULE A

Mark	Reg./App. No.	Country
AQUILAUN	847,733	United States
BIG WHEEL	890,219	United States
CALICO KITTENS	1,946,341	United States
CHERISHED RETAILER	2,565,934	United States
CHERISHED TEDDIES BY ENESCO & Design	2,516,829	United States
CHERISHED TEDDIES	1,756,896	United States
CHERISHED TEDDIES	1,846,683	United States
CHERISHED TEDDIES	1,846,853	United States
CHERISHED TEDDIES	1,850,689	United States
CHERISHED TEDDIES	1,854,690	United States
CHERISHED TEDDIES	2,354,727	United States
CHERISHED TEDDIES	2,395,261	United States
CHERISHED TEDDIES	2,484,954	United States
COMMANDER	610,392	United States
COOL-A-PED	623,248	United States
COUNTRYGATE	2,824,274	United States
E & Design (Gift Box Logo)	78/83,117	United States
ENDA-BUG	863,709	United States
ENESCO	1,335,414	United States
ENESCO	1,329,471	United States
ENESCO	1,330,918	United States
ENESCO	133,278	United States
ENESCO	1,332,795	United States
ENESCO	1,336,916	United States
ENESCO	1,390,930	United States
E-Z	400,830	United States
EZ WAXER	603,884	United States
FESTIVITIES BY ENESCO	2,470,214	United States
FESTIVITIES BY ENESCO	2,510,901	United States
FESTIVITIES BY ENESCO	2,550,420	United States
FESTIVITIES BY ENESCO	2,570,355	United States
FESTIVITIES BY ENESCO	2,605,158	United States
FESTIVITIES BY ENESCO	2,632,141	United States
FESTIVITIES BY ENESCO	2,632,142	United States
FESTIVITIES BY ENESCO	2,640,031	United States
FIRST MATE	903,999	United States
FOUNDATIONS	2,838,698	United States
GERM-TROL	401,156	United States
GG + design	78/753,878	United States

Mark	Reg./App. No.	Country
GROW IN GRACE	78/828,859	United States
GROWING UP	1,237,382	United States
LADY CATHERINE	1,055,594	United States
LEGEND OF LOVE	806,478	United States
LIFE IS A CAROUSEL	2,439,488	United States
LOOK SEE	977,889	United States
LUSTRE LAST	855,326	United States
MAGIC SHIELD	1,291,703	United States
MARY'S MOO MOOS	2,375,125	United States
MEDITERRANEAN INSPIRATIONS	78/828,763	United States
MILIEU ENVIRONMENT FROM ENESCO	2,809,894	United States
QUALITY PLUS	1,637,947	United States
SILENT MAID	556,951	United States
SILENT MAID	561,875	United States
SKIN SCRUBBER	983,037	United States
SLIMLINE	1,189,366	United States
SLIMLINE	629,965	United States
SPIRITUELLE	2,721,234	United States
STANLEY (stylized)	636,462	United States
STANLEY (stylized)	669,463	United States
STANLEY HOME PRODUCTS + design	1,250,098	United States
STANLEY HOME PRODUCTS	2,251,533	United States
STANLEY HOME PRODUCTS	2,251,534	United States
STANLEY HOME PRODUCTS	2,253,763	United States
STANLEY HOME PRODUCTS	2,253,764	United States
STANLEY HOME PRODUCTS	2,253,765	United States
STANLEY HOME PRODUCTS	2,253,766	United States
STANLEY HOME PRODUCTS	2,253,767	United States
STANLEY HOME PRODUCTS	2,255,730	United States
STANLEY HOME PRODUCTS	2,360,401	United States
STANLEY	1,337,482	United States
STANLEY	877,467	United States
STAN-PAC	1,396,351	United States
STAN-WICK (stylized)	426,252	United States
TEDDIES TO CHERISH	2,895,951	United States
TEDDIES TO CHERISH	2,973,908	United States
THE ENESCO TREASURY OF CHRISTMAS ORNAMENTS	1,507,335	United States
TOUCHING LIVES WITH BEAUTY AND EMOTION	2,534,539	United States
TRY-IT	591,418	United States
TWO BY TWO	78/829,716	United States

Mark	Reg./App. No.	Country
AMAZO II	1,195,765	United States
CLEAR THE AIR	1,179,779	United States
C-PLUS	1,203,290	United States
CHERISHED TEDDIES	2,019,205	United Kingdom
CHERISHED TEDDIES	1,528,395	United Kingdom
ENESCO	1,359,334	United Kingdom
ENESCO	1,343,037	Community Trade Mark
CHERISHED TEDDIES	196725	Community Trade Mark
MARY S MOO MOOS	196758	Community Trade Mark
CHERISHED TEDDIES	TMA 457548	Canada
ENESCO	TMA 308008	Canada
LILLIPUT LANE	TMA 390273	Canada
SUN SHELLS	TMA 381605	Canada
TREASURED MEMORIES	TMA 307184	Canada
ENESCO	1697224	Argentina
ENESCO	1697652	Argentina
ENESCO	1697653	Argentina
ENESCO	1744827	Argentina
ENESCO	1744828	Argentina
ENESCO	1744829	Argentina
CHERISHED TEDDIES	737468	Australia
GROWING UP	514710	Australia
ENESCO	109447	Australia
ENESCO	410936	Australia
ENESCO	410937	Australia
ENESCO	412290	Australia
ENESCO	412291	Australia
ENESCO	412292	Australia
ENESCO	412293	Australia
ENESCO + design	402278	Benelux
ENESCO	402459	Benelux
CHERISHED TEDDIES	820038466	Brazil
ENESCO	813584078	Brazil
ENESCO	813584086	Brazil
ENESCO	813584108	Brazil
ENESCO	813584116	Brazil
ENESCO	1182607	China P.R.
ENESCO	1204402	China P.R.
ENESCO	1218431	China P.R.
ENESCO	1220386	China P.R.
ENESCO + design	1184608	China P.R.

Mark	Reg./App. No.	Country
ENESCO + design	1202447	China P.R.
ENESCO + design	1218429	China P.R.
ENESCO + design	1220387	China P.R.
ENESCO (Chinese characters)	1186631	China P.R.
ENESCO (Chinese characters)	1210443	China P.R.
ENESCO (Chinese characters)	1218430	China P.R.
ENESCO (Chinese characters)	1220388	China P.R.
ENESCO	4331/88	Denmark
ENESCO + design	4330/88	Denmark
ENESCO	104276	Finland
ENESCO + design	1319208	France
CHERISHED TEDDIES	3809/99	Hong Kong
ENESCO	19851898	Hong Kong
CHERISHED TEDDIES	497123	Indonesia
ENESCO	557653	Indonesia
ENESCO	562923	Indonesia
ENESCO	689312	Italy
CHERISHED TEDDIES	4317436	Japan
ENESCO	1894799	Japan
ENESCO	2394421	Japan
ENESCO	4204953	Japan
ENESCO	1892283	Japan
ENESCO	88/05503	Malaysia
ENESCO	88/05505	Malaysia
ENESCO	88/05506	Malaysia
ENESCO	88/05508	Malaysia
ENESCO	88/05509	Malaysia
ENESCO	88/05510	Malaysia
ENESCO	88/05511	Malaysia
ENESCO	88/05512	Malaysia
CHERISHED TEDDIES	567526	Mexico
ENESCO	331492	Mexico
ENESCO	331493	Mexico
ENESCO	331494	Mexico
ENESCO	331495	Mexico
ENESCO	332019	Mexico
ENESCO	332020	Mexico
ENESCO	332021	Mexico
ENESCO	332022	Mexico
ENESCO	332023	Mexico
ENESCO	332024	Mexico
ENESCO	332025	Mexico
ENESCO	333117	Mexico
ENESCO	338895	Mexico

Mark	Reg./App. No.	Country
ENESCO	338896	Mexico
ENESCO	338897	Mexico
ENESCO	339562	Mexico
VIA VERMONT	405729	Mexico
VIA VERMONT	405730	Mexico
VIA VERMONT	405731	Mexico
VIA VERMONT	418341	Mexico
CHERISHED TEDDIES	278703	New Zealand
CHERISHED TEDDIES	278704	New Zealand
ENESCO	153690	New Zealand
ENESCO	154088	New Zealand
ENESCO	130428	Norway
ENESCO	46949	Peru
ENESCO	46950	Peru
ENESCO	46951	Peru
ENESCO	46952	Peru
CHERISHED TEDDIES	8038/97	Singapore
ENESCO	5755/88	Singapore
ENESCO	5756/88	Singapore
ENESCO	5757/88	Singapore
ENESCO	5758/88	Singapore
ENESCO	5759/88	Singapore
ENESCO	5760/88	Singapore
ENESCO	5761/88	Singapore
ENESCO	5762/88	Singapore
ENESCO	5763/88	Singapore
ENESCO	5764/88	Singapore
ENESCO	84/5642	South Africa
ENESCO	84/5643	South Africa
ENESCO	84/6804	South Africa
ENESCO	84/6805	South Africa
ENESCO	84/6806	South Africa
ENESCO	84/6807	South Africa
ENESCO + design	84/7378	South Africa
ENESCO + design	84/7379	South Africa
ENESCO + design	84/7380	South Africa
ENESCO + design	84/7381	South Africa
ENESCO + design	84/7382	South Africa
ENESCO + design	84/7383	South Africa
CHERISHED TEDDIES	421748	South Korea
ENESCO + design	115235	South Korea
ENESCO + design	115236	South Korea
ENESCO + design	115888	South Korea
ENESCO + design	115969	South Korea

Mark	Reg./App. No.	Country
ENESCO + design	116919	South Korea
ENESCO + design	118536	South Korea
ENESCO + design	1079385	Spain
ENESCO + design	1079387	Spain
ENESCO + design	1079388	Spain
ENESCO + design	1079389	Spain
ENESCO + design	194333	Sweden
ENESCO + design	196391	Sweden
ENESCO	472513	Switzerland
ENESCO + design	335068	Switzerland
CHERISHED TEDDIES	815561	Taiwan
ENESCO + design	711100	Taiwan
ENESCO + design	718159	Taiwan
CHERISHED TEDDIES	TM25716	Thailand
CHERISHED TEDDIES	TM31884	Thailand
ENESCO	TM26619	Thailand
ENESCO	1077670	West Germany
ENESCO + design	1076615	West Germany