

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
Hanover Accessories, Inc.		10/03/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Hanover Accessories, LLC
Street Address:	6049 E. Slauson Avenue
City:	City of Commerce
State/Country:	CALIFORNIA
Postal Code:	90040-3007
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	2278680	HANOVER ACCESSORIES
Registration Number:	1675001	STICKY STONES
Registration Number:	2280296	STAR STRUCK
Registration Number:	2700544	IMPAWSTERS
Registration Number:	2701085	STAR STRUCK PRINCESS
Registration Number:	2755150	STICKY STONE
Registration Number:	2756294	THE GREAT PRETENDEARS FOR PARTY PALS
Registration Number:	2156532	
Registration Number:	1540416	HYPORIFIC
Registration Number:	2131287	NICOLINA
Registration Number:	2174569	PRETENDEARS
Registration Number:	2113667	ROSECRAFT KIDS
Registration Number:	2689109	THE GREAT PRETENDEARS
Registration Number:	2419412	UNIFORM COLORS

OP \$440.00 2278680

Registration Number:	1769272	GUM BALLS
Registration Number:	1709931	L.J. KIDS & CO.
Registration Number:	1112692	ROSECRAFT

CORRESPONDENCE DATA

Fax Number: (303)473-2720
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 303-473-2710
Email: docket@hollandhart.com
Correspondent Name: Scott S. Havlick
Address Line 1: 555 17th Street, Suite 3200
Address Line 2: P.O. Box 8749
Address Line 4: Denver, COLORADO 80202-8749

ATTORNEY DOCKET NUMBER:	56489.0002
NAME OF SUBMITTER:	Scott S. Havlick
Signature:	/Scott Havlick/
Date:	10/26/2007

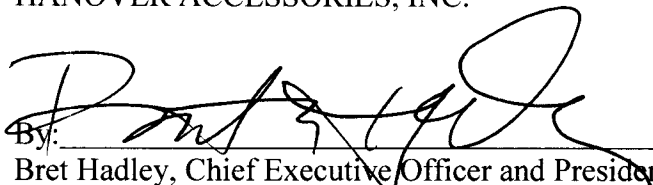
Total Attachments: 6
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TRADEMARK ASSIGNMENT

For and in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Hanover Accessories, Inc., a corporation organized under the laws of the State of Delaware ("Assignor"), hereby sells, assigns, and transfers to Hanover Accessories, LLC, a Delaware limited liability company organized under the laws of the State of Delaware ("Assignee"), absolutely and forever, its entire right, title, and interest, whether statutory or at common law, in and to the trademarks set forth on Exhibit A (the "Marks"), together with the goodwill of the business symbolized by the Marks, and all corresponding registrations and applications to register the marks shown on Exhibit A, as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

IN WITNESS WHEREOF, this Assignment is effective as of October 2, 2007.

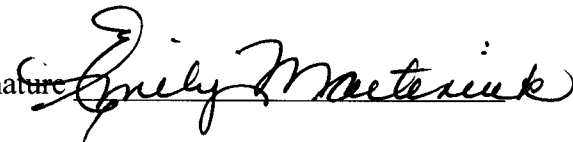
HANOVER ACCESSORIES, INC.

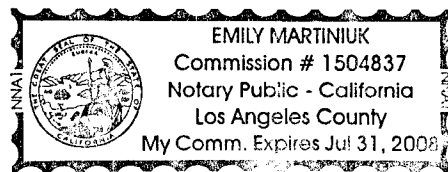
By: 
Bret Hadley, Chief Executive Officer and President

STATE OF CALIFORNIA)
) ss
COUNTY OF LOS ANGELES)

On October 3, 2007 before me, Emily MARTINIUK, NOTARY PUBLIC, personally appeared Bret Hadley, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature  (SEAL)



**EXHIBIT A
TO
TRADEMARK ASSIGNMENT**

United States – Registrations

<p>Owner: Mark: Reg. No.: Granted: Int. Class: Our Docket: Status/Expiration:</p>	<p>Hanover Accessories, Inc. STICKY STONES (Stylized) 1,675,001 February 11, 1992 14 47732 Renewal due within one year prior to February 11, 2012.</p>
<p>Owner: Mark: Reg. No.: Granted: Int. Classes: Our Docket: Status/Expiration:</p>	<p>Hanover Accessories, Inc. HANOVER ACCESSORIES 2,278,680 September 21, 1999 14 & 26 47595 Renewal due within one year prior to September 21, 2009.</p>
<p>Owner: Mark: Reg. No.: Granted: Int. Classes: Our Docket: Status/Expiration:</p>	<p>Hanover Accessories, Inc. STAR STRUCK 2,280,296 September 28, 1999 14, 25 & 26 47594 Renewal due within one year prior to September 28, 2009.</p>
<p>Owner: Mark: Reg. No.: Granted: Int. Class: Our Docket: Status/Expiration:</p>	<p>Hanover Accessories, Inc. IMPAWSTERS 2,700,544 March 25, 2003 18 & 25 47730 Continued Use Declaration due within one year prior to March 25, 2009.</p>

Owner: Mark: Reg. No.: Granted: Int. Classes: Our Docket: Status/Expiration:	Hanover Accessories, Inc. STAR STRUCK PRINCESS 2,701,085 March 25, 2003 14, 16, 20, 25, 26 & 28 47735 Continued Use Declaration due within one year prior to March 25, 2009.
Owner: Mark: Reg. No.: Granted: Int. Classes: Our Docket: Status/Expiration:	Hanover Accessories, Inc. STICKY STONE 2,755,150 August 26, 2003 16 47731 Continued Use Declaration due within one year prior to August 26, 2009.
Owner: Mark: Reg. No.: Granted: Int. Class: Our Docket: Status/Expiration:	Hanover Accessories, Inc. THE GREAT PRETENDEARS FOR PARTY PALS 2,756,294 August 26, 2003 25 47736 Continued Use Declaration due within one year prior to August 26, 2009.
Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. (Design Only) 2,156,532 May 12, 1998 14 & 26
Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. HYPORIFIC 1,540,416 May 23, 1989 14

Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. NICOLINA 2,131,287 January 20, 1998 14 & 26
Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. PRETENDEARS 2,174,569 July 21, 1998 25
Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. ROSECRAFT KIDS 2,113,667 November 18, 1997 14 & 26
Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. THE GREAT PRETENDEARS 2,689,109 February 18, 2003 6, 14, 16, 18, 20, 25 & 28
Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. UNIFORM COLORS 2,419,412 January 9, 2001 26
Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. GUM BALLS 1,769,272 May 4, 1993 14

Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. L.J. KIDS & CO. (and Design) 1,709,931 August 25, 1992 14 & 26
Owner: Mark: Reg. No.: Granted: Int. Class:	Hanover Accessories, Inc. ROSECRAFT 1,112,692 February 6, 1979 14

Foreign - Registrations

Owner: Country: Mark: Reg. No.: Granted: Our Docket: Status/Expiration:	Hanover Accessories, Inc. Canada THE GREAT PRETENDEARS 620,055 May 11, 2004 47799 Renewal due prior to May 11, 2019.
Owner: Country: Mark: Reg. No.: Granted: Int. Class: Our Docket: Status/Expiration:	Hanover Accessories, Inc. European Union/CTM THE GREAT PRETENDEARS 2,829,182 October 15, 2003 16, 25 & 28 47800 Renewal due prior to August 27, 2012.
Owner: Country: Mark: Reg. No.: Granted: Int. Class: Our Docket: Status/Expiration:	Hanover Accessories, Inc. Germany THE GREAT PRETENDEARS 30,113,686 April 3, 2001 18, 20 & 25 47801 Renewal due prior to March 31, 2011

Owner:	Hanover Accessories, Inc.
Country:	Great Britain
Mark:	THE GREAT PRETENDERS
Reg. No.:	2,263,103
Granted:	March 2, 2001
Int. Class:	18, 20 & 25
Our Docket:	47802
Status/Expiration:	Renewal due prior to March 2, 2011.

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