

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bits & Pieces, Inc.		04/25/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Hawthorne Direct LLC		
<b>Street Address:</b>	5100 Schenley Place		
<b>City:</b>	Lawrenceburg		
<b>State/Country:</b>	INDIANA		
<b>Postal Code:</b>	47025		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1707502	BITS AND PIECES	
Registration Number:	2273176	PUZZLE MAKERS INTERNATIONAL	
Registration Number:	3095221	BITS AND PIECES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(716)845-6474		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(716) 845 - 6000		
<b>Email:</b>	cbell@kavinokycok.com		
<b>Correspondent Name:</b>	Candace Lynn Bell, Esq.		
<b>Address Line 1:</b>	726 Exchange Street		
<b>Address Line 2:</b>	Suite 800		
<b>Address Line 4:</b>	Buffalo, NEW YORK 14210		
<b>NAME OF SUBMITTER:</b>	Candace Lynn Bell		
<b>Signature:</b>	/Candace Lynn Bell/		

CH \$90.00 1707502

Date:

06/09/2008

**Total Attachments: 3**

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BITS & PIECES, INC.

ASSIGNMENT OF TRADEMARKS/SERVICE MARKS

Whereas, Bits & Pieces, Inc., a Delaware Corporation with offices at 214 Lincoln Street, Allston, Massachusetts 02134, has adopted and used various trademarks and/or service marks, including but not limited to the trademarks and/or service marks and the domain names and/or urls listed on Schedule A attached hereto (hereinafter collectively described as the "Marks"); some of which Marks may be the subject of pending applications with the United States Patent and Trademark Office, some of which Marks may be the subject of registrations with the United States Patent and Trademark Office, some of which Marks may be the subject of pending applications with foreign trademark offices, some of which Marks may be the subject of registrations with foreign trademark offices, and some of which Marks may be the subject of domain name registrations, as more specifically described on Schedule A, and

Whereas, Hawthorne Direct LLC, a Delaware Limited Liability Company, with a mailing address of 5100 Schenley Place, Lawrenceburg, Indiana 47025, is desirous of acquiring said Marks and the goodwill associated therewith.

Now, therefore, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Bits & Pieces, Inc. does hereby fully assign, transfer, and release unto Hawthorne Direct LLC all of its right, title, and interest in and to the said Marks, including, but not limited to, all of its right, title, and interest in and to any pending applications, registrations and domain name registrations for such Marks, together with the goodwill of the business symbolized by the Marks.

Bits & Pieces, Inc. further assigns, transfers, and releases to Hawthorne Direct LLC any and all claims for damages by reason of past, present, or future continuing infringement of said Marks, and the right to sue for and collect the same for its own use and benefit and that of its successors, assigns, or other legal representatives.

Date: April 25, 2008

BITS & PIECES, INC.

By BLUE SKY BRANDS, INC.  
as its sole shareholder  
By: Robert Pulciani

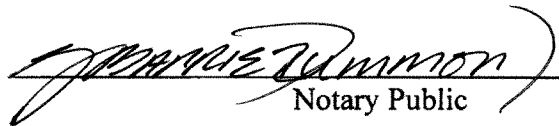
(Signature)

ROBERT A PULCIANI  
Print Name

CEO BLUE SKY BRANDS, INC.  
Print Title

STATE OF )  
 )SS.:  
COUNTY OF )

On the 24<sup>TH</sup> day of April 2008, before me the undersigned, personally appeared ROBERT PULCIAZI, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity, and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument, and that such individual(s) made such appearance before the undersigned in the (insert the city and state where acknowledgement taken).

  
Notary Public

G. BARRIE DRUMMOND  
NOTARY PUBLIC  
MY TERM EXPIRES ON: 10/19/2008

SCHEDULE A

OWNER: Bits & Pieces, Inc.  
Delaware Corporation

MARK	STATUS	REG NUMBER	REG DATE	SERIAL NUMBER	FILE DATE	COUNTRY
BITS AND PIECES	Registered	3095221	05/23/2006	78564405	02/10/2005	USA
BITS AND PIECES	Registered	1707502	08/11/1992	74205715	09/20/1991	USA
PUZZLE MAKERS INTERNATIONAL	Registered	2273176	08/24/1999	75501864	06/15/1998	USA

Schedule continued on next page