

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
Tulsa Power Holdings Corp.		05/29/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	RNS Acquisition Corp.
Street Address:	485 West Putnam Avenue
City:	Greenwich
State/Country:	CONNECTICUT
Postal Code:	06830
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	1318574	REEL-O-MATIC
Registration Number:	1449272	THE REEL DEAL
Registration Number:	1546080	LONG RUN
Registration Number:	1780771	AUTOREEL
Registration Number:	1732482	REEL-O-MATIC
Registration Number:	1855011	REEL-NEAT
Registration Number:	2096089	LENGTH-TRAC
Registration Number:	2649762	AUTOSPOOL
Registration Number:	2638529	LONG RUN QUALITY REALLY SHOWS IN THE LONG RUN
Registration Number:	2743603	"THE REEL-MAGIC LIMITED LIFETIME WARRANTY"
Registration Number:	2631639	LONG RUN

CORRESPONDENCE DATA

Fax Number: (617)951-8736

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

900135218

**TRADEMARK
 REEL: 003996 FRAME: 0891**

OP \$290.00 1318574

Phone: 617-951-8144
Email: eileen.sullivan@bingham.com
Correspondent Name: Eileen Sullivan
Address Line 1: Bingham McCutchen LLP
Address Line 2: One Federal Street
Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	TULSA-RNS
NAME OF SUBMITTER:	Eileen Sullivan
Signature:	/eileen sullivan/
Date:	06/01/2009

Total Attachments: 6
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ASSIGNMENT OF TRADEMARK RIGHTS

THIS ASSIGNMENT OF TRADEMARK RIGHTS (this "Assignment") is made as of this 29th day of May, 2009 by Tulsa Power Holdings Corp., a Delaware corporation ("Assignor"), with a principal place of business at 485 West Putnam Avenue, Greenwich, Connecticut 06830, in favor of RNS Acquisition Corp., a Delaware corporation, with a principal place of business at 485 West Putnam Avenue, Greenwich, Connecticut 06830 ("Assignee").

WHEREAS, Assignor desires to transfer to Assignee all rights, title and interest in and to the trademark registrations set forth on Exhibit A hereto, and all common law rights created from the use or license of said trademarks by Assignor, its affiliates, and licensees (collectively, the "Rights").


NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interest in and to the Rights, together with all goodwill of the business in relation to which such Rights are used, including all rights, privileges and advantages thereto including without limitation, the right to take proceedings and recover damages and obtain all other remedies in respect of past infringements thereof. Assignor further agrees to execute any further documents and take any reasonable actions which may be required to transfer and effect a valid recordation of this Assignment.

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IN WITNESS WHEREOF, the undersigned have caused this Assignment of Trademark Rights to be executed as of the date and year first above written.

ASSIGNOR:

TULSA POWER HOLDINGS CORP.

By: 
Name: Michael P. Hompesch
Title: Vice President

ASSIGNEE:

RNS ACQUISITION CORP.

By: 
Name: Michael P. Hompesch
Title: Vice President

Exhibit A

DESCRIPTION	Filing Date	Appl. No.	Reg. Date	Reg. No.
US TRADEMARK "REEL-O-MATIC" Classes: 037	08/21/81	73/324,739	02/05/85	1,318,574
US TRADEMARK "THE REEL DEAL" Classes: 006	12/12/86	73/635,011	07/28/87	1,449,272
US TRADEMARK "LONG RUN" Classes: 007	04/19/88	73/726,244	07/04/89	1,546,080
US TRADEMARK "AUTOREEL" Classes: 07	07/31/90	74/083,407	07/06/93	1,780,771
US TRADEMARK "REEL-O-MATIC" Classes: 007, 008, 009	07/31/90	74/083,650	11/17/92	1,732,482
US TRADEMARK "REEL-NEAT" Classes: 007, 008, 009	12/12/90	74/122,847	09/20/94	1,855,011
US TRADEMARK "LENGTH-TRAC" Classes: 009	06/17/96	75/120,276	09/09/97	2,096,089
US TRADEMARK "AUTOSPOOL" Classes: 007	10/23/98	75/575,878	11/12/02	2,649,762

DESCRIPTION	Filing Date	Appl. No.	Reg. Date	Reg. No.
US TRADEMARK "LONG RUN - QUALITY REALLY SHOWS IN THE LONG RUN" (& LOGO) Classes: 007	01/18/01	76/195,254	10/22/02	2,638,529
US TRADEMARK "THE REEL-MAGIC LIFETIME LIMITED WARRANTY" Classes: 036	05/16/01	76/257,620	07/29/03	2,743,603
US TRADEMARK "LONG RUN" Classes: 007	01/30/02	76/364,160	10/08/02	2,631,639
FOREIGN TRADEMARK SINGAPORE "REEL-O-MATIC" Class: 007	09/26/90	6677/90	09/26/90	T90/066771
FOREIGN TRADEMARK SOUTH KOREA "REEL-O-MATIC" Class: 007	08/01/90	90-23017	01/8/93	256750
FOREIGN TRADEMARK CHINA "REEL-O-MATIC" Class: 007	01/07/91	91000902	12/30/91	577263
FOREIGN TRADEMARK CHINA "REEL-O-MATIC" Class: 009	01/07/91	91000901	01/10/92	578514

DESCRIPTION	Filing Date	Appl. No.	Reg. Date	Reg. No.
FOREIGN TRADEMARK CHINA "REEL-O-MATIC" in Chinese characters Class: 009	05/03/91	91017100	04/10/92	590249
FOREIGN TRADEMARK CHINA "REEL-O-MATIC" in Chinese characters Class: 007	05/03/91	91017101	04/20/92	591603
FOREIGN TRADEMARK HONG KONG "REEL-O-MATIC" ("Wai Ngo") in Chinese characters Class: 007	05/08/91	2990/91	05/08/91	2170/93
CHINESE TRADEMARK HONG KONG "REEL-O-MATIC" ("Wai Ngo") in Chinese characters Class: 009	05/08/91	2991/91	05/08/91	B1063/95
FOREIGN TRADEMARK EUROPEAN COMMUNITY TRADEMARK "REEL-O-MATIC" Classes: 007, 008, 009, 040	04/18/02	2658797	10/02/03	2658797
FOREIGN TRADEMARK GERMANY "REEL-O-MATIC" Class: 007	08/07/90	R49705/7Wz	07/30/91	1179595

DESCRIPTION	Filing Date	Appl. No.	Reg. Date	Reg. No.
FOREIGN TRADEMARK EUROPEAN COMMUNITY TRADEMARK "REEL-O-MATIC" Classes: 007, 009	04/01/96	200,790	06/11/98	200,790
FOREIGN TRADEMARK UNITED KINGDOM "REEL-O-MATIC" Class: 009	08/24/90	1437824	04/10/92	1437824
FOREIGN TRADEMARK UNITED KINGDOM "REEL-O-MATIC" Classes: 007	03/04/91	1457222	04/29/94	1457222
FOREIGN TRADEMARK CANADA "AUTOREEL" Class: 007	03/14/96	806960	04/21/97	TMA474,97 6