

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
B.A. Ballou & Co., Inc.		05/04/2009	CORPORATION: RHODE ISLAND

RECEIVING PARTY DATA

Name:	WRC Management, Inc.
Street Address:	850 Wellington Ave.
City:	Cranston
State/Country:	RHODE ISLAND
Postal Code:	02910
Entity Type:	CORPORATION: RHODE ISLAND

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2960697	GUARDIAN II
Registration Number:	2588164	GUARDIAN
Registration Number:	1684392	SMALL WONDERS
Registration Number:	1312261	
Registration Number:	0513368	BALLOU
Registration Number:	0317247	B.A.B.
Registration Number:	0513367	B

CORRESPONDENCE DATA

Fax Number: (401)453-6411
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 401-453-6400
 Email: rzimmerman@crflp.com
 Correspondent Name: Richard D. Zimmerman
 Address Line 1: One Park Row, Suite 300

OP \$190.00 2960697

Address Line 4: Providence, RHODE ISLAND 02903

NAME OF SUBMITTER:

Richard D. Zimmerman

Signature:

/Richard D. Zimmerman/

Date:

06/05/2009

Total Attachments: 9

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into this 4th day of MAY, 2009 ("Effective Date") by and between Richard J. Land, Receiver (the "Receiver") of B.A. Ballou & Co., Inc. ("Ballou") (the "Seller" or "Assignor"), by the authority vested in the Receiver by Order of the Superior Court of the State of Rhode Island, Providence County, entered on the 30th day of April, 2009, in that receivership proceeding captioned as "8th Article u/w/o Frederick A. Ballou, Jr. Trust vs. B.A. Ballou & Co., Inc.," P.B. #09-1504 (the "Receivership Proceeding") and WRC Management, Inc., a Rhode Island corporation having a principal place of business at 850 WASHINGTON AVE., CRANSTON, RI ("Assignee").

WHEREAS, the books and records of Ballou indicate that it owns certain trademarks, service marks, trade names and domain names, and it owns trademark and service mark applications and/or registrations, trade name, domain name registrations, unregistered marks, and all common law rights associated with all of the foregoing, including those listed in the **Schedule** attached hereto and incorporated herein by reference (collectively, the "Marks");

WHEREAS, the Assignor is the subject of the Receivership Proceeding and has agreed and been authorized to assign the Marks and to execute this Assignment, the Marks being all or a portion of the Assets defined in the Receiver's Bill of Sale delivered to Assignee contemporaneously herewith;

WHEREAS, the Assignor desires to assign all the right, title and interest of the Assignor in and to the Marks together with the good will of the business symbolized by the Marks to the Assignee, and the Assignee has agreed to accept said assignment;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

Assignor hereby sells, assigns, transfers and sets over to Assignee its entire right, title and interest in and to the Marks, together with the good will of the business symbolized by the Marks, including, without limitation, any registrations, applications and files therefore, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States, states of the United States, common law or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignors if this Assignment had not been made, as well as all rights to any actions, causes of action and rights to recover damages and payments for past, present or future infringements or misappropriations thereof.

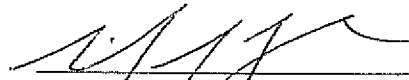
Assignor hereby authorizes and requests the U.S. Patent and Trademark Office, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Marks and to issue all corresponding registrations to the Assignee, its successors, legal representatives and assigns, in accordance with the terms of this Assignment.

Assignor and its successors and assigns and Receiver shall execute and deliver to Assignee any further documents or instruments and shall take any reasonable actions which may be necessary to effect the foregoing assignment or the recordation or perfection thereof.

This Assignment may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Delivery of an executed counterpart of the signature page to this Assignment by facsimile or electronic mail (with signature visible) shall be as effective as delivery of a manually executed counterpart of this Assignment.

This Assignment is made without any representations or warranties whatsoever, including but not limited to, any representations or warranties concerning quantity, quality, durability, condition, merchantability, fitness for any purpose, or any other aspects of said Marks, and all said Marks are sold "as is," "where is" and "with all faults."

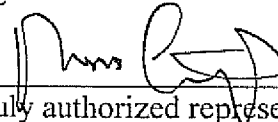
IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.



RICHARD J. LAND, AS AND ONLY AS
RECEIVER OF B.A. BALLOU & CO., INC.,
AND NOT INDIVIDUALLY

Dated: 5/4/09

NRC MANAGEMENT, INC.
Assignee

By: 

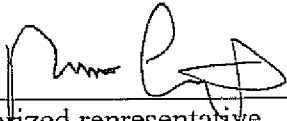
Its duly authorized representative

Dated: 5/4/09

**ACKNOWLEDGEMENT OF RECEIPT OF ASSIGNMENT AND AGREEMENT TO
TERMS OF BILL OF SALE**

The undersigned hereby acknowledges (i) receipt of the executed original Receiver's Bill of Sale and all Assets referred to therein and this Assignment, (ii) that the Receiver has fulfilled all his obligations under the Order referred to in the foregoing Receiver's Bill of Sale, and (iii) that the undersigned is bound by the terms and conditions of the Receiver's Bill of Sale.

The undersigned further acknowledges and agrees that any and all disputes regarding the sale of the Assets, or any issue related thereto, shall be resolved exclusively by the Superior Court, after reasonable notice to the Receiver, the Buyer, and the Secured Creditors with an opportunity to be heard, and Buyer hereby consents to the personal jurisdiction of the Superior Court for said purposes.

WRC MANAGEMENT, INC.
Assignee
By: 
Its duly authorized representative

Dated: 5/21/09

TRADEMARK STANDARD CASE PRINT

<i>CountryName</i>	<i>DocketNumber</i>	<i>StatusDescription</i>	<i>ApplicationNumber</i>	<i>ApplicationDate</i>	<i>RegistrationNumber</i>	<i>RegistrationDate</i>	<i>PublicationDate</i>
<i>MarkName</i> Canada	T00467-CA	REG NAT	Registered		26089	3/20/1930	3/20/2010
<i>MarkName</i> United States	T00467-US	REG NAT	Registered		544964	8/9/1949	8/9/2009
<i>MarkName</i> Canada	T00468-CA	REG NAT	Registered		15454	3/17/1941	3/17/2016
<i>MarkName</i> United States	T00468-US	REG NAT	Registered		71352121	3/17/247	9/18/2014

<i>AgentName</i>	<i>AttorneyName</i>	<i>ClientName</i>	<i>CurrentOwnerNa</i>
David R. Josephs	David R. Josephs	B.A. Bailou	B.A. Bailou
David R. Josephs	David R. Josephs	B.A. Bailou	B.A. Bailou
David R. Josephs	David R. Josephs	B.A. Bailou	B.A. Bailou
David R. Josephs	David R. Josephs	B.A. Bailou	B.A. Bailou

TRADEMARK STANDARD CASE PRINT

<i>CountryName</i>	<i>DocketNumber</i>	<i>StatusDescription</i>	<i>ApplicationNumber</i>	<i>ApplicationDate</i>	<i>RegistrationNumber</i>	<i>RegistrationDate</i>	<i>PublicationDate</i>
<i>MarkName</i> United States	BALLOU	REG NAT	71544965	12/20/1947	513368	8/9/1949	8/9/2009
<i>MarkName</i> T00470-US		REG NAT					
<i>MarkName</i> United States	Pyramid & Design	REG NAT	72200783	8/27/1964	0785185	2/16/1965	2/16/2015
<i>MarkName</i> T00471-US		REG NAT					
<i>MarkName</i> Great Britain	Misc. Design (wagonwheel)	REG NAT	1268554	6/5/1986	1268554	8/18/1989	6/5/2017
<i>MarkName</i> T00472-GB		REG NAT					
<i>MarkName</i> United States	Misc. Design (wagonwheel)	REG NAT	461012	1/16/1984	1312261	1/1/1985	1/1/2015
<i>MarkName</i> T00472-US		REG NAT					

<i>AgentName</i>	<i>AttorneyName</i>	<i>ClientName</i>	<i>CurrentOwnerNa</i>
	David R. Josephs	B.A. Ballou	
<i>AgentName</i>	<i>AttorneyName</i>	<i>ClientName</i>	<i>CurrentOwnerNa</i>
	David R. Josephs	B.A. Ballou	
<i>AgentName</i>	<i>AttorneyName</i>	<i>ClientName</i>	<i>CurrentOwnerNa</i>
	David R. Josephs	B.A. Ballou	
<i>AgentName</i>	<i>AttorneyName</i>	<i>ClientName</i>	<i>CurrentOwnerNa</i>
	David R. Josephs	B.A. Ballou	

Friday, May 01, 2009

TRADEMARK STANDARD CASE PRINT

CountryName	DocketNumber	StatusDescription	ApplicationNumber	RegistrationNumber	PublicationDate
MarkName United States	SMALL WONDERS		74/164140	1694392	
T00473-US	REG	NAT	5/6/1990	4/28/1992	4/28/2012
MarkName United States	GUARDIAN		76/276789	2588164	4/9/2002
T01193-US	REG	NAT	6/26/2001	7/2/2002	7/2/2012
MarkName United States	GUARDIAN II		78/117252	2960697	5/25/2004
T01351-US	Z	NAT	3/25/2002	6/7/2005	6/7/2015
MarkName China P.R.	Miscellaneous Design (4 Spoke Wagon Wheel)		5103268		
T01971-CN	REG	NAT	12/5/2005		

AgentName	AttorneyName	ClientName	CurrentOwnerNa
David R. Josephs	David R. Josephs	B.A. Ballou	B.A. Ballou

AgentName	AttorneyName	ClientName	CurrentOwnerNa
David R. Josephs	David R. Josephs	B.A. Ballou	B.A. Ballou

TRADEMARK STANDARD CASE PRINT

<i>CountryName</i>	<i>StatusDescription</i>	<i>ApplicationNumber</i>	<i>RegistrationNumber</i>	<i>PublicationDate</i>
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<i>DocketNumber</i>	<i>StatusDescription</i>	<i>ApplicationDate</i>	<i>RegistrationDate</i>	<i>ExpirationDate</i>
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Criteria (StatusCode) not in ('I') AND (ClientName) in ('B.A. Ballou')

Order by DocketNumber

Record Count 12

<u>LIVE MARKS</u>		
<u>Serial No.</u>	<u>Registration No.</u>	<u>Mark</u>
78/117252	2960697	GUARDIAN II
76/276789	2588164	GUARDIAN
75/308548	2182202	CB (design/stylized)
74/164140	1684392	SMALL WONDERS
73/461012	1312261	Design of a Circle with an 'X'
72/200783	0785185	P (& design)
71/544965	0513368	BALLOU
71/544964	0513367	B (& design)
71/352121	0317247	B.A.B. (design/stylized)

DEAD/CANCELED MARKS

<u>Serial No.</u>	<u>Registration No.</u>	<u>Mark</u>
75/283078	2160453	EZ SQUEEZE
71/453530	0398517	B.A.B
71/038339	0072995	B (& design)
75/046938	Not registered	HEIRLOOMS BY BALLOU