

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
Olan Mills, Inc.		11/08/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Lifetouch Services Inc.
Street Address:	11000 Viking Drive
Internal Address:	Suite 400
City:	Eden Prairie
State/Country:	MINNESOTA
Postal Code:	55344
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	1128027	CLUB PLAN
Registration Number:	3747621	IMAGE/CONNECTIONS
Registration Number:	1106891	OLAN MILLS
Registration Number:	0623514	OLAN MILLS
Registration Number:	1485653	OLAN MILLS
Registration Number:	2213036	OLAN MILLS KIDS
Registration Number:	1121625	THE NATION'S STUDIO
Registration Number:	2420368	WATCH ME GROW

CORRESPONDENCE DATA

Fax Number: (612)766-1600
 Phone: 6127667348
 Email: smeyer@faegre.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

900208993

**TRADEMARK
 REEL: 004674 FRAME: 0318**

OP \$215.00 1128027

Correspondent Name: Sue Meyer
Address Line 1: 90 South Seventh Street
Address Line 2: 2200 Wells Fargo Center
Address Line 4: Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:	23876-403103
NAME OF SUBMITTER:	Sue Meyer
Signature:	/Sue Meyer/
Date:	12/08/2011

Total Attachments: 2
source=20111108 TM Assignment Olan Mills, Inc. to Lifetouch Services Inc#page1.tif
source=20111108 TM Assignment Olan Mills, Inc. to Lifetouch Services Inc#page2.tif

ASSIGNMENT OF TRADEMARKS

This Assignment is effective the 01 day of November, 2011, between Olan Mills, Inc., a Delaware corporation ("Assignor"), who is the owner of the entire title in the United States trademarks and trademark applications set forth in Appendix A (the "Trademarks") and in the goodwill associated therewith, and Lifetouch Services Inc., a Minnesota corporation ("Assignee"), who wants to acquire the entire title in the Trademarks.

THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee its entire title in and to said Trademarks and all goodwill associated therewith.

This document shall be construed, interpreted and applied in accordance with the laws of the State of Delaware.

IN WITNESS THEREOF, the parties have caused their respective corporate names to be affixed hereto and this instrument to be signed by their duly authorized officers as of the day and year written below.

ASSIGNOR: Olan Mills, Inc.

SIGNATURE: Laura H. Carden

NAME: Laura H. Carden

TITLE: SVP- CFO

WITNESS SIGNATURE: Krystal White Johnson

NAME: Krystal White Johnson

APPENDIX A

Trademark	Registration No.	Registration Date	Country
CLUB PLAN	1,128,027	12/18/1979	United States
IMAGE/CONNECTIONS	3,747,621	2/9/2010	United States
OLAN MILLS	1,106,891	11/21/1998	United States
OLAN MILLS (Stylized)	623,514	3/20/1956	United States
OLAN MILLS (Stylized)	1,485,653	4/19/1988	United States
OLAN MILLS KIDS (Stylized)	2,213,036	12/22/1998	United States
THE NATION'S STUDIO	1,121,625	7/3/1979	United States
WATCH ME GROW	2,420,368	1/16/2001	United States

fb.us.7535603.02