

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
ANW/Making Memories, LLC		04/09/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Colorbok, LLC		
Street Address:	110 Parkland Plaza		
City:	Ann Arbor		
State/Country:	MICHIGAN		
Postal Code:	48103		
Entity Type:	LIMITED LIABILITY COMPANY: OHIO		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2718763	M MAKINGMEMORIES	
Registration Number:	2910583	MAKINGMEMORIES	
Registration Number:	3034179	MAKINGMEMORIES	
Registration Number:	3236119	CHARMED	
Registration Number:	3175962	M	
CORRESPONDENCE DATA			
Fax Number:	7344184278		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	7344184278		
Email:	tmdocketing@honigman.com		
Correspondent Name:	Jennifer Sheehan Anderson		
Address Line 1:	39400 Woodward Ave., Suite 101		
Address Line 4:	Bloomfield Hills, MICHIGAN 48304		
ATTORNEY DOCKET NUMBER:	233516-327082 ANW TO COLO		

CH \$140.00 2718763

NAME OF SUBMITTER:	Jennifer Sheehan Anderson
Signature:	/Jennifer Sheehan Anderson/
Date:	06/26/2012
Total Attachments: 9 source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page1.tif source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page2.tif source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page3.tif source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page4.tif source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page5.tif source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page6.tif source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page7.tif source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page8.tif source=Bill of Sale-Schedule G (Intellectual Property) ANWMaking memories LLC to Colorbok LLC#page9.tif	

SECURED PARTY BILL OF SALE

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned, **Canusa Corporation**, a Maryland corporation (the “*Seller*”), is a secured creditor of **ANW/Crestwood, Inc.**, a New Jersey corporation, and **ANW/Making Memories, LLC**, a Delaware limited liability company (collectively, the “*Debtors*”), and the Debtors have defaulted on their obligations to the Seller. In consideration of the cash consideration and other financial accommodations provided for in the Disposition Agreement, dated as of April 9, 2012 (the “*Disposition Agreement*”), among **Colorbök, LLC**, an Ohio limited liability company (the “*Buyer*”), the Seller, the Debtors, and others, the Seller does hereby grant, bargain, sell, transfer, convey, and deliver to the Buyer, all of the Debtors’ right, title, and interest in and to all of the following property (collectively, the “*Transferred Assets*”): (a) the contracts and purchase orders identified in *Schedule F* to the Disposition Agreement; (b) all “*Excess Inventory*” (as defined in the Disposition Agreement); (c) all “*General Intangibles*” (as defined in the Uniform Commercial Code, as adopted in the State of New Jersey), including, without limitation, customer relationships, goodwill, the ANW and Making Memories names, the “makingmemories.com” domain name, and all assets associated therewith, including, without limitation, the user history; and (d) all “*Intellectual Property*” (as defined in the Disposition Agreement)

Except as expressly stated in the Disposition Agreement, **THE SELLER MAKES NO EXPRESS OR IMPLIED WARRANTIES OR REPRESENTATIONS OF ANY KIND WHATSOEVER WITH RESPECT TO THE TRANSFERRED ASSETS, INCLUDING, WITHOUT LIMITATION, MERCHANTABILITY, FITNESS FOR ANY PARTICULAR PURPOSE, DESIGN, QUALITY, CAPACITY, CONDITION, OR WORKMANSHIP, OR COMPLIANCE OF THE TRANSFERRED ASSETS WITH ANY LAW, RULE, SPECIFICATION, OR CONTRACT. THE BUYER AGREES THAT THE SELLER SHALL HAVE NO LIABILITY TO THE BUYER OR TO ANY PERSON CLAIMING BY, THROUGH, OR UNDER THE BUYER FOR ANY MATTER DISCLAIMED HEREBY OR FOR ANY INCIDENTAL, CONSEQUENTIAL, OR OTHER DAMAGES OF ANY KIND WHATSOEVER, WHETHER ANY CLAIM IS BASED UPON THEORIES OF CONTRACT, NEGLIGENCE, OR TORT (INCLUDING STRICT LIABILITY), AS BETWEEN THE SELLER AND THE BUYER THE TRANSFERRED ASSETS BEING TRANSFERRED “AS IS, WHERE IS, WITH ALL FAULTS.”**

The Buyer and the Seller agree that this Secured Party Bill of Sale may be executed in multiple counterparts, each of which shall be deemed an original, and all such counterparts together shall constitute one and the same instrument. The Buyer and the Seller further agree that the signature pages of each such counterpart may be detached from the several counterparts and attached to a single copy of this document to physically form a single instrument. The Buyer and the Seller further agree that facsimile signatures by the parties (including those transmitted via “PDF” format) shall be binding to the same extent as original signatures.

*[The remainder of this page has intentionally been left blank.
The signature page follows immediately.]*

To have and hold, all and singular, said Transferred Assets to the Buyer, its successor, and its assigns, to its own use forever. This Secured Party Bill of Sale was executed by the Seller as of April 9, 2012.

Seller:

CANUSA CORPORATION,
a Maryland corporation

By: 

Bruce W. Fleming
(Name—Printed)

President
(Title)

Acknowledged by:

Buyer:

COLORBÖK, LLC,
an Ohio limited liability company

By: _____
Mary Jo Manly, its Chief Financial Officer

Signature Page of Bill of Sale

To have and hold, all and singular, said Transferred Assets to the Buyer, its successor, and its assigns, to its own use forever. This Secured Party Bill of Sale was executed by the Seller as of April 9, 2012.

Seller:

CANUSA CORPORATION,
a Maryland corporation

By: _____

(Name—Printed)

(Title)

Acknowledged by:

Buyer:

COLORBÖK, LLC,
an Ohio limited liability company

By:  _____
Mary Jo Manly, its Chief Financial Officer

Signature Page of Bill of Sale

SCHEDULE G

Intellectual Property

ANW/Crestwood

Pending and Registered United States Trademarks		
Trademark	Registration of Application Number	File Date/Registration Date (if applicable)
Creativity Works	85139053	September 27, 2010
Occasional Designs	2,771,083	September 7, 2003
Paper Adventures	1876579	August 16, 1993
Paper Treasures	1,952,922	January 30, 1996
Paper Works	2,259,561	July 6, 1999
Papertivities	76669812	December 1, 2006

Trade Names
Creativity Works
TPC Studio
Paper Adventures
The Paper Company

Westrim and Creativity Crafts

UNITED STATES TRADEMARKS	
Trademark	Registration of Application Number
WESTRIM	1051225
WT Logo	1,060,725
MINITREE	1398664
AUTUMN LEAVES	2,086,435
MEMORIES FOREVER	2,116,409
WESTRIM	2824728
FOOTALA Logo	3201687
AUTUMN LEAVES Logo	3208245
ARTISTIC EXPRESSIONS	3255029
CRAFTS-TO-GO BY WESTRIM	3257787
WT /Slant Logo	3,293,456
DIGITAL DESIGNS/MEMORIES MADE SIMPLE Logo	3,332,611
WT /Slant Logo	3,342,860
SNAP ITZ Logo	3,367,803
Distinctive Packaging Design ("Gift Card Tin" Line)	3,403,767

SNAP ITZ Logo	3,430,857
TREASURE TINS	3,441,730
FUN FOAM Logo	3,608,022
SNAP-ITZ Logo	3,496,870
HIP/HIP IN A HURRY LOGO	3,646,364
HIH (letters)	3,646,353
HIP IN A HURRY	3,650,071
TRY IT! LOVE IT! CHANGE IT!	3,650,072
SMOOSHIES/Eye Logo	77,675,208
SMOOSHIES "MAKE YOUR OWN KOOKY, CUDDLY CREATURE!" Slogan Logo	77,675,211
CROP IN STYLE Logo	2,279,310
CROP IN STYLE Logo	2,720,862
CROP IN STYLE	2,752,068
CROP IN STYLE/NA NAVIGATOR Logo	2,816,846
STORE IN STYLE Logo	3,132,252
CIS Logo	3,154,521
CIS	3,181,316
STORE IN STYLE/THINKING INSIDE THE BOX Logo	3,247,065
CRAFT IN STYLE	3,378,278
STORE IN STYLE/THINKING INSIDE THE BOX Logo	3398538

FOREIGN TRADEMARKS		
Trademark	Registration of Application Number	Jurisdiction
WESTRIM	781,160	Australia
PAPER BLISS	947,839	Australia
WESTRIM	1,071,082	Australia
SNAP ITZ Logo	1,182,434	Australia
CROP IN STYLE	1,071,080	Australia
WESTRIM	520,762	Canada
WT Logo	520,765	Canada
MEMORIES FOREVER	899,163	Canada
MINITREE	557,967	Canada
MEMORIES FOREVER/THE CHERISHED LINE Logo	567,708	Canada
PAPER BLISS	597,056	Canada
LETTER DEPOT	633,944	Canada
PAPER REFLECTIONS	626,876	Canada
PAPERBILITIES	650,934	Canada

DISTINCT MARKETING DESIGNS	649,029	Canada
AUTUMN LEAVES	690,397	Canada
FOOFALA	686,851	Canada
SNAP ITS Logo (first application)	732,295	Canada
SNAP ITS Logo (first application)	725,701	Canada
CROP IN STYLE (Logo)	593,838	Canada
MEMORIES FOREVER	2,941,649	CTM
PAPER BLISS	3,104,163	CTM
WESTRIM CRAFTS	3,282,379	China
WT Logo	3,282,378	China
MEMORIES FOREVER	3,282,377	China
LETTER DEPOT	3,786,840	China
WT Logo	B4506/2003	Hong Kong
WESTRIM CRAFTS	42,322,003	Hong Kong
LETTER DEPOT	300,103,373	Hong Kong
LETTER DEPOT Logo	300,144,981	Hong Kong
WESTRIM CRAFTS	4,610,942	Japan
WT Logo	4,610,943	Japan
MEMORIES FOREVER	4,610,944	Japan
PAPER BLISS	677,157	New Zealand
WESTRIM	677,158	New Zealand
WT Logo	677,159	New Zealand
WESTRIM	734,499	New Zealand
SNAP ITZ Logo	770,298	New Zealand
CROP IN STYLE	734,501	New Zealand
WESTRIM CRAFTS	551,276	South Korea
WT Logo	551,277	South Korea
MEMORIES FOREVER	578,185	South Korea
WT Logo	1,033,633	Taiwan
WESTRIM CRAFTS	1,040,767	Taiwan
MEMORIES FOREVER	1,042,072	Taiwan

COPYRIGHTS	
Copyrights (United States)	U.S. Certificate of Copyright Registration No.
BABY KOO	VA 69666
CHUBBY CUBBY	VA 69668
HUGGY BABY	VA 69667
BIRTHDAY BABE	VA 183728
BIRTHDAY BABE	VA 183730

IVORINE	VA 183729
DECORATED TREE MADE OF BEADS	VA 76482
TREE MADE OF BEADS	VA 76481
A CHRISTMAS TREE/B185	TX 1636840
THE MINITREE	TX 1636839
GLASS TOYS	VA 203537
CHRISTMAS STOCKING WITH BEADED TREE/James	VA 256118
CHRISTMAS STOCKING WITH DECORATED BEADED TREE	VA 256119
CANDLE & WREATH WITH BERRIES AND TOYS	VA 256120
CANDLE WITH POINSETTIAS/ORNAMENTS	VA 256121
WALL WREATH WITH BOW	VA 256122
HANGING WREATH WITH BEADED CNADLE	VA 256123
MINIATURE TWISTED TREE TRUNK & BRANCHES	VA 256124
WESTRIM CRAFTS	TX 17 1/2 525
WESTRIM CRAFTS	TX 1762525
ACRYLIC RHINESTONE IRON-ON APPLIQUE	VA 108229
NEW WESTRIM CRAFTS HOLIDAY & SEASONAL RESIN PLAQUES	TX 2074601
1987 SUPPLEMENT TO PRODUCT CATALOG	TX 2074602
1987 MINITREE CHRISTMAS SUPPLEMENT	TX 2098501
SANTA CLAUS MOP HEAD	VA 416150
OLD LADY MAP HEAD	VA 186183
1995 WESTRIM FUN BEADS CATALOG	TX 4103992
COUNTRY CLUTTER TRANSFERS	VA 747923
CRAFTING BASICS	VA 1068113
PAPER BLISS	VA 1211529
PAPER BLISS	VA 1211530
PAPER BLISS	VA 1211528
PAPER BLISS	VA 1210950
LETTER DEPOT	VA 1254396
TEN SHADOW TEMPLATES	VA 1247933
ACCESSORY KITS/TOOLS & TEMPLATES	VA 1230055

THE ULTIMATE IN ORGANIZATION/CROP IN STYLE	VA 1294127
AUTUMN LEAVES	VA 1374849
FOOF-A-LA	VA 137850
CROP IN STYLE	VA 1347655
SNAP ITZ DECORATIVE CHARMS	VA 1418931
SNAP ITZ DECORATIVE CHARMS	VA 1428201

PATENTS		
Patent	Patent No.	Country
Paper Tote/Organizer	99340	Canada
Paper Tote/Organizer	6672439	United States
Paper Tote/Organizer	D465651	United States
Stamp and Accessories Tote/Organizer	D474598	United States
Luggage	D501601	United States

Making Memories

Pending and Registered United States Trademarks			
Trademark	Registration of Application Number	File Date/Registration Date (if applicable)	Status
M MAKING MEMORIES (and Design)	2,718,763	January 28, 2002/May 27, 2003	Registered
MAKINGMEMORIES	2,910,583	June 24, 2003/December 14, 2004	Registered
PAGE PEBBLES	2,945,994	November 18, 2003/May 3, 2005	Registered
DOUBLE DIPPED	2,947,772	October 7, 2003/May 10, 2005	Registered
MAKINGMEMORIES	3,034,179	June 24, 2003/December 27, 2005	Registered
CHARMED	3,236,119	October 6, 2005/May 1, 2007	Registered
M (and Design)	3,175,962	October 7, 2003/November 28, 2006	Registered
MS+	77,736,345	May 13, 2009	Registered

Pending and Registered Foreign Trademarks			
Trademark	Registration of Application Number	File Date/Registration Date (if applicable)	Jurisdiction/Status
MAKINGMEMORIES	986,013	January 23, 2004/January 20, 2005	Australia
MAKINGMEMORIES	CA 1209421/662611	March 12, 2004/April 12, 2006	Canada
MAKINGMEMORIES	3,961,940	March 16, 2004	China
MAKINGMEMORIES	EC 003649902	February 5, 2004/April 19, 2005	European Community
MAKINGMEMORIES	22,146	March 10, 2004	Japan
MAKINGMEMORIES	643638/857531	February 25, 2004/October 28, 2004	Mexico
MAKINGMEMORIES	2005-11914	June 17, 2005	South Africa
MAKINGMEMORIES (and Design)	2005-11915	June 17, 2005	South Africa

Patents		
Patent	Patent No.	Country
Foldable Scoring Base with an Integrated Media Trimmer	13/109758	United States
Cutting Tool	61345971	United States

State Trademarks				
Trademark	State	File No.	File Date	Status
Making Memories and Design	Utah	5049439	January 14, 2002	Registered

Trade Names
Making Memories
Making Memories Wholesale, Inc.