

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
Dick Blick Holdings, Inc.		04/18/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Dick Blick Interactive, Inc.
Street Address:	1849 Green Bay Rd., Ste. 310
City:	Highland Park
State/Country:	ILLINOIS
Postal Code:	60035
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	1917283	ART GUILD
Registration Number:	2726039	BLICK
Registration Number:	3295373	ARTISTS PICK BLICK
Registration Number:	2558928	BLICK STUDIO
Registration Number:	3901695	ARTROOM AID
Registration Number:	2616498	MASTERSTROKE
Registration Number:	2837933	THE ART STORE
Registration Number:	3218379	THE ART STORE
Registration Number:	2129168	DICK BLICK ART MATERIALS
Registration Number:	2129167	
Registration Number:	1225587	AS THE ART STORE

CORRESPONDENCE DATA

Fax Number: 3096719616

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

TRADEMARK

via US Mail.

Phone: 309-671-9600
Email: charles.young@mhtlaw.com
Correspondent Name: Charles H. Young
Address Line 1: 416 Main St., Ste. 1125
Address Line 4: Peoria, ILLINOIS 61602

NAME OF SUBMITTER:	Charles H. Young
Signature:	/Charles H. Young/
Date:	04/22/2013

Total Attachments: 4

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TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, effective as of the 16 day of April, 2013, is made by DICK BLICK HOLDINGS, INC., a Delaware corporation (the "Assignor"), in favor of DICK BLICK INTERACTIVE, INC., a Delaware corporation ("Assignee").

WITNESSETH:

WHEREAS, Assignor has agreed to assign to Assignee all of the rights in and to the trademarks listed on Exhibit "A" attached hereto and made a part hereof by this reference (the "Trademarks") registered with the U.S. Patent and Trademark Office on the dates set forth in Exhibit "A".

WHEREAS, Assignor desires to transfer and assign to Assignee all of Assignor's rights, titles and interests in and to the Trademarks together with the goodwill associated therewith, along with the right to sue and recover damages and profits for past infringements thereof.

WHEREAS, Assignee desires to acquire from Assignor the Trademarks together with the goodwill associated therewith, along with the right to sue and recover damages and profits for past infringements thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee, its successors and assigns, all of the Assignor's rights, titles, and interests in and to the Trademarks for the United States and throughout the world, together with all of the goodwill associated therewith, along with the right to sue and recover damages and profits for past infringements thereof.

TO HAVE AND TO HOLD by Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor had not this transfer and assignment been made.

Assignor covenants and agrees that it will, without charge to Assignee, whenever so required by Assignee, execute and deliver such further instruments and perform any other reasonable acts that Assignee may require as may be necessary or convenient for vesting in Assignee the full benefit of all of the rights and premises hereby assigned and/or provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in possession or control of Assignor.

[signature page follows]

EXECUTED as of the day and date first above written.

Dick Blick Holdings, Inc. ("Assignor")

By: [Signature]
Name: Robert Buchsbaum
Title: President

Dick Blick Interactive, Inc. ("Assignee")

By: [Signature]
Name: Robert Buchsbaum
Title: President

STATE OF ILLINOIS)
) SS.
COUNTY OF LAKE)

I, the undersigned, a Notary Public in and for said County and in the State aforesaid, DO HEREBY CERTIFY that ROBERT BUCHSBAUM, personally known to me to be the President of Dick Blick Holdings, Inc., a Delaware corporation, and of Dick Blick Interactive, Inc., a Delaware corporation, and known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that as such President, he signed and delivered the said instrument pursuant to authority given by the Boards of Directors of said corporations as his free and voluntary act and as the free and voluntary acts and deeds of said corporations, for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 18 day of April, 2013.

[Signature]
Notary Public

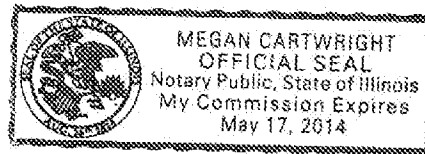


EXHIBIT "A"
 TO TRADEMARK ASSIGNMENT
 DICK BLICK HOLDINGS, INC. ("Assignor")
 In Favor Of
DICK BLICK INTERACTIVE, INC. ("Assignee")

MARK	SERIAL NUMBER	STATUS	REGISTRATION NUMBER	REGIS. DATE	OWNER INFORMATION
ART GUILD & design	74/503,043	Registered	1,917,283	9/05/95	Dick Blick Holdings, Inc.
BLICK	78/975,035	Registered	2,726,039	6/10/03	Dick Blick Holdings, Inc.
ARTISTS PICK BLICK	78/771,603	Registered	3,295,373	9/18/07	Dick Blick Holdings, Inc.
BLICK STUDIO	78/043,796	Registered	2,558,928	4/9/02	Dick Blick Holdings, Inc.
ARTROOM AID	77/845,291	Registered	3,901,695	1/04/11	Dick Blick Holdings, Inc.
MASTERSTROKE	76/040,903	Registered	2,616,498	9/10/02	Dick Blick Holdings, Inc.
THE ART STORE & design	76/471,574	Registered	2,837,933	5/04/04	Dick Blick Holdings, Inc.
THE ART STORE (stylized)	76/471,139	Registered	3,218,379	3/13/07	Dick Blick Holdings, Inc.

MARK	SERIAL NUMBER	STATUS	REGISTRATION NUMBER	REGIS. DATE	OWNER INFORMATION
DICK BLICK ART MATERIALS	75/268,243	Registered	2,129,168	1/13/98	Dick Blick Holdings, Inc.
[running artist logo]	75/268,242	Registered	2,129,167	1/13/98	Dick Blick Holdings, Inc.
AS THE ART STORE & design	73/353,891	Registered	1,225,587	1/25/83	Dick Blick Holdings, Inc.