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FORM PTO-1594 CIT 819
(Rev. 6-93) 825 & 826 RI
OMB No. 0651-0011 (exp. 4/94)

06-25-1999

SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



Tab settings ▢ ▢ ▢ ▾

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

SHC DIRECT, INC.

- Individual(s)
- General Partnership
- Corporation-State
- Other Limited Liability Company
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Reorganization of SHC DIRECT, INC.
- Merger
- Change of Name

Execution Date: December 2, 1998

2. Name and address of receiving party(ies)

Name: SHC DIRECT, LLC

Internal Address: _____

Street Address: 2801 Finley Road-Suite 204

City: Downers Grove State: IL ZIP: 60515

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/457, 146
75/472, 478

B. Trademark Registration No.(s)

1,995,142

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: KARL F. MILDE, JR.

Internal Address: MILDE, HOFFBERG & MACKLIN, LLP

Street Address: 10 BANK STREET

SUITE 460

City: WHITE PLAINS State: NY ZIP: 10606

6. Total number of applications and registrations involved: _____

3

7. Total fee (37 CFR 3.41).....

90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

01-06-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #70

(Attach duplicate copy of this page if paying by deposit account)

01/14/1999 DNGUYEN 00000224 199514P

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02 FC:482 50.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

KARL F. MILDE, JR.
Name of Person Signing

[Signature]
Signature

1/4/99
Date

3

Total number of pages including cover sheet, attachments, and document:

REORGANIZATION OF SHC DIRECT, INC.

This is to certify that SHC Direct, Inc., a corporation of the State of Delaware, having its principal office for the transaction of business at 5999 Butterfield Road, Hillside, Illinois 60162, has been merged into its parent, S&H Citadel, Inc., a corporation of the State of Delaware, and that S&H Citadel, Inc. has transferred the business and assets formerly held by SHC Direct, Inc. to SHC Direct, LLC, an Illinois limited liability company. The principal address for SHC Direct, LLC is 2801 Finley Road, Suite 204, Downers Grove, Illinois 60515.

All right, title and interest in the following trademarks and U.S. trademark applications, has been transferred from SHC Direct, Inc. to S&H Citadel, Inc. and then from S&H Citadel, Inc. to SHC Direct, LLC:

| TRADEMARK/SERVICE MARK | U.S. TRADEMARK APPLICATION/ REGISTRATION NO. | REGISTRATION/ FILING DATE |
|------------------------|--|---------------------------|
| UNIVERSAL GIFTPASS | 1,995,142 | 8/20/96 |
| MOMENTUM | 75/457,146 | 3/25/98 |
| SHC DIRECT | 75/472,478 | 4/22/98 |

SHC DIRECT, INC.

Date: 12/2/98

By A.P. Caravello
Name: A.P. Caravello
Title: V.P. FINANCE & ADMINISTRATION

SHC DIRECT, LLC

Date: 12/2/98

By A.P. Caravello
Name: A.P. Caravello
Title: V.P. FINANCE & ADMINISTRATION