

11-26-2001



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

MPD 11-26-01

1. Name of conveying party(ies):

Lance Corporation  
321 Central Street  
Hudson, MA 01749

11-26-01

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

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: August 8, 2001

2. Name and address of receiving party(ies)

Name: Spontiques, Inc.

Internal

Address:

Street Address: 111 Island Street

City: Stoughton State: MA Zip: 02072

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Massachusetts
- Other

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 registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

547,145

Additional number(s) attached  Yes  No

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

Name: Gary L. Kemp

Internal Address: Casner & Edwards, LLP

Street Address: One Federal Street

City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$

- Enclosed Previously Submitted
- Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

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.

Gary L. Kemp Esq  
Name of Person Signing

[Signature]  
Signature

11/26/01  
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

REC

08-28-2001

SHEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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816-01

To the Honorable Commissioner of

attached original documents or copy thereof.

1. Name of conveying party(ies):

Lance Corporation  
321 Central Street  
Hudson, MA 01749

- Individual(s)  Association
- General Partnership  Limited Partnership
- Corporation-State Massachusetts
- Other \_\_\_\_\_

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

2. Name and address of receiving party(ies) receiving an interest:

Name: Spontiques, Inc..

Street address: 111 Island Street

City: Stoughton, Massachusetts 02072

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

3. Description of the interest conveyed:

- Assignment  Merger
- Security Agreement  Change of Name
- Other

Execution Date: Undated

If not domiciled in the United States, a domestic representative designation is attached:

- Yes  No

(The attached document must not be an assignment)

Additional names(s) and addresses attached:

- yes  no

4. Application number(s) or registration number(s) Additional sheet attached  yes  no

A. Trademark Application No.(s):

B. Trademark Registration No.(s)

547,145

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

Attorney Name: Mark D. Lorusso  
Firm Name: Kirkpatrick & Lockhart LLP  
75 State Street  
Boston, Massachusetts 02109

6. Number of applications and registrations involved..... [ 1 ]

7. Total fee (37 CFR 3.41).....\$40.00

- Enclosed
- Authorized to be changed to deposit account

8. Deposit Account number:  
022832  
(Attach duplicate of this page if paying by deposit account)

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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.

Mark D. Lorusso  
Name of Person Signing

[Signature]  
Signature

8/1/02  
Date

Total number of pages including cover sheet, attachments, and document: 1

## UNITED STATES PATENT AND TRADEMARK OFFICE

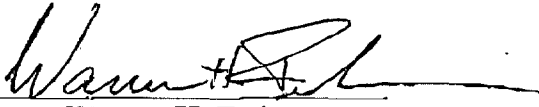
## DECLARATION OF WARREN H. FEDER UNDER 37 CFR Sec. 2.20

I, Warren H. Feder, declare as follows:

1. At all times relevant to this declaration I was president of Gordon Brothers Capital Corporation or its successor by merger, Gordon Brothers Capital, LLC (Collectively, "GB Capital").
2. In July 1995, GB Capital purchased indebtedness of Lance Corporation ("Lance") from other financial institutions. That indebtedness was secured by all of Lance's assets.
3. Among the Lance assets securing the acquired indebtedness was the mark SEBASTIAN MINIATURES, US Registration No. 547,145 ("The 145 Registration").
4. In March 1996, GB Capital foreclosed on the Lance indebtedness and sold all of Lance's assets through a private foreclosure sale to Lance Acquisition Company ("New Lance"). New Lance financed the purchase of Lance's assets, including The 145 Registration, through a loan from GB Capital that was secured by those assets.
5. Shortly thereafter in 1996, New Lance defaulted on its loan and it sold certain of its assets, including The 145 Registration, to Hudson Creek, LLC ("Hudson"). Hudson financed its purchase of the New Lance assets through a loan from GB Capital secured by the purchased assets, including The 145 Registration.
6. Approximately eighteen months later, in April 1998, Hudson defaulted on its obligations and was unable to pay GB Capital under the terms of its loan. At that time, GB Capital foreclosed and sold Hudson's assets, including The 145 Registration, to Spontiques, Inc.

The undersigned being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 USC Sec. 1001, and that such willful false statements and the like may jeopardize the validity of the application or document or any registration resulting therefrom, declares that all statements made of his own knowledge are true, and that all statements made on information and belief are believed to be true.

August 8, 2001

  
Warren H. Feder