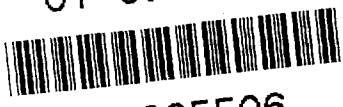


12/31/01

01-07-2002

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



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

101935506

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

1. Name of conveying party(ies):  
**HANDI LINE, INC.**

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

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

2. Name and address of receiving party(ies)  
Name: **PROFESSIONAL GALLERY, INC.**  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_  
Street Address: **24795 COUNTY RD. 75**  
City: **ST. CLOUD** State: **MN** Zip: **56301**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State **MINNESOTA**  
 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

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: **AUGUST 31, 2000**

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s) \_\_\_\_\_  
 B. Trademark Registration No.(s) **1964246**

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: **DANIEL V. THOMPSON**  
 Internal Address: \_\_\_\_\_  
 \_\_\_\_\_  
 Street Address: **12225 GREENVILLE AVE.**  
**SUITE 995**  
 City: **DALLAS** State: **TX** Zip: **75243**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41).....\$ **40<sup>00</sup>**

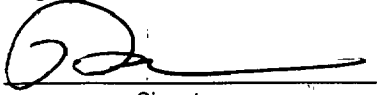
Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
**501246**

(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.*

**DANIEL V. THOMPSON**                                            **10/19/01**  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: **2**

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

01/07/2002 LNUELLER 00000052 501246 1964246

01 FC:481 40.00 CH

TRADEMARK  
REEL: 002417 FRAME: 0483

## ASSIGNMENT

WHEREAS, Handi Line, Inc. of Dallas, TX (hereinafter "Assignor") is the present record title owner of the following registered trademark (hereinafter "Trademark"):

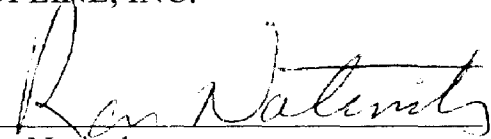
HANDI-LINE            Reg. No. 1964246

WHEREAS, Professional Gallery, Inc. of St. Cloud, MN (hereinafter "Assignee") is desirous of obtaining the Trademark and the underlying goodwill;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00) and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee the entire right, title and interest in and to the aforementioned Trademark and the registration therefor, together with that part of the goodwill of the business connected with the use of and symbolized by said Trademark.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of August 31, 2000.

HANDI LINE, INC.

By:   
Ron Natinsky  
Its: President