

TRADEMARK RECORDATION FORM COVER SHEET

Attorney Docket No.
H531.22-005

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

1. Name of conveying party:

Pedia Pals, LLC

Individual(s) Association

General Partnership Limited Partnership

Corporation-State Other Delaware, Limited Liability Company

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

3. Nature of Conveyance:

Assignment Merger Security Agreement
 Change of Name Other Recording to correct the entity
 for the assignor party and the assignee party on an assignment
 document and cover sheet previously recorded on Reel/Frame
 002748/0416.

Execution Date: April 30, 2003

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

Name: HNT Brands, LLC

Internal Address: _____

Street Address: 965 Highway 169 North

City Minneapolis State MN ZIP 55441

Individual(s) Citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State _____

Other Delaware, Limited Liability Company

If assignee is not domiciled in the United States, a domestic
 representative designation is attached Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4A. Application No.(s)

76/037,531

Additional numbers attached? Yes No

4B. Registration No.(s)

Additional numbers attached? Yes No

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

Name: Michael J. Pape
KINNEY & LANGE, P.A.

Street Address: THE KINNEY & LANGE BUILDING
312 South Third Street

City: Minneapolis State: MN ZIP 55415-1002

6. Total number of applications and registrations
 involved: 1

7. Total fee (37 CFR 2.6(b)(6)):.....\$ 0.00

8. Method of Payment

Enclosed

The Commissioner is authorized to charge
 payment of any additional recording fees or credit
 any overpayment to deposit account No. 11-0982. A
 duplicate copy of this page is enclosed.

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.

Michael J. Pape

Name of Person Signing

Michael J. Pape
Signature

07/07/05
Date

Total number of pages including cover sheet, attachments and document: [8]

11/018

C

TRADEMARK RECORD COVER SHEET

01-12-2005



Attorney Docket No.
H531.22-0005

To the Honorable Commissioner of Pat.

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Attached original document or copy thereof.

1. Name of conveying party:
Pedia Pals, LLC

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

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

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

Name: HNT Brands, LLC

Internal Address: _____

Street Address: 965 Highway 169 North

City Minneapolis State MN ZIP 55441

3. Nature of Conveyance:

Assignment Merger Security Agreement
 Change of Name Other (To correct error regarding type of business in previously recorded document at Reel/Frame) 002748/0416

Execution Date: April 30, 2003

Individual(s) Citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Delaware, Limited Liability Company

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

4A. Application No.(s)

76/037,531

Additional numbers attached? Yes No

4B. Registration No.(s)

Additional numbers attached? Yes No

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

Name: Michael J. Pape
KINNEY & LANGE, P.A.

Street Address: THE KINNEY & LANGE BUILDING
312 South Third Street

City: Minneapolis State: MN ZIP 55415-1002

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6)):.....\$ 40.00

8. Method of Payment
 Enclosed
 The Commissioner is authorized to charge payment of any additional recording fees or credit any overpayment to deposit account No. 11-0982. A duplicate copy of this page is enclosed.

RECEIVED
 JAN 10 AM 7:36
 OPR/ENRANGE

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.

Michael J. Pape
Name of Person Signing

Michael J. Pape
Signature

01/11/2005 DBYRNE 0000024 76037531

1/5/05
Date

Total number of pages including cover sheet, attachments and document: [7]

01 PC:8521

40.00 DP

TRADEMARK
REEL: 003156 FRAME: 0687

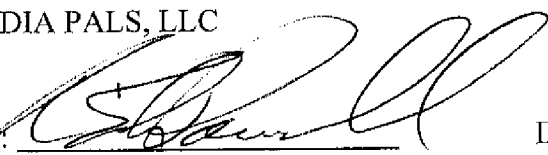
CONFIRMING ASSIGNMENT OF TRADEMARKS

Pedia Pals, LLC has an office and principal place of business at 965 Highway 169 North, Minneapolis, MN 55441, is a Delaware limited liability company (herein "Assignor"), and had adopted and was using the mark FACE GEAR for which the Assignor had filed an application for registration in the United States Patent and Trademark Office, Serial No. 76/037,531, filed May 1, 2000.

HNT Brands, LLC has an office and principal place of business at 965 Highway 169 North, Minneapolis, MN 55441, is a Delaware limited liability company (herein "Assignee") and was desirous of acquiring the Assignor's entire right, title and interest in and to the mark and the above-identified application.

For good and valuable consideration, the receipt and adequacy of which are acknowledged, the Assignor assigned to the Assignee the entire right, title and interest in and to the mark, together with the goodwill of the business associated with the mark, and the above-identified application, effective April 30, 2003. The parties submit this Confirming Assignment to correct an error in the type of business identified in the original Assignment identifying the parties as corporations, rather than limited liability companies. A copy of the original Assignment is attached as Exhibit A.

PEDIA PALS, LLC

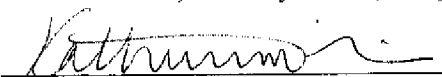
By: 

R. Edwin Powell
Chief Executive Manager

Date: Jan 5, 05

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

Subscribed and sworn to before me, a Notary Public, this 5th day of January, 2005.



Notary Public

