

01-27-2003



1-27

102347391

To the Honorable Commissioner of Patents and Trademarks original documents or copy thereof.

1. Name of conveying party(ies):

Fleer/SkyBox International LP **1-27-03**  
 1120 Route 73, Suite 300  
 Mt. Laurel, NJ 08054

Individual(s)  Association  
 General partnership  Limited Partnership  
 Corporate-State  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)

Name: **Commerce Bank, N.A.**  
 Internal  
 Address: \_\_\_\_\_  
 Street  
 Address: **2005 Market Street, 2nd Floor**  
 City: **Philadelphia** State: **PA** ZIP: **19103**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporate-State \_\_\_\_\_

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Execution Date: **November 12, 2002**

Other **NATIONALLY CHARTERED BANKING ASSOCIATION - Pennsylvania**

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)

**76279104; 76008990; 76177609; 76400119; 76451435; 76459377; 75886600; 75814468; 75031080; 76124885**

B. Trademark Registration No.

**2399030; 2229861; 2592092; 2592094; 2474363**

Additional number(s) attached  Yes  No

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

Name: **Jamie B. Bischoff, Esquire**  
 Firm: **Ballard Spahr Andrews & Ingersoll, LLP**  
 Street Address: **1735 Market Street, 51<sup>st</sup> Floor**  
 City: **Philadelphia** State: **PA** Zip: **19103-7599**

6. Total number of applications and registrations involved: **152**

7. Total Fee (37 CFR 3.41) **\$3,815.00**

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: **020755**

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

01/28/2003 610MT1 00000037 020755 76279104 40.00 CH 3775.00 CH

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.*

**Jamie B. Bischoff**  
 Name of Person Signing

*Jamie Bischoff*  
 Signature

**1/27/03**  
 Date

Total number of pages including cover sheet, attachments, and document: **20**

2082492	2419850	2413052	2580086	2170405
2375976	2592093	2242849	2391983	2237367
2414606	2411085	2177406	2488666	2239646
832224	2246137	2605719	2455744	1794965
2346179	2493133	2240819	2369354	1938919
2464331	2470512	2238961	2170386	2129434
2314536	2322580	2416401	2090638	2241296
2404807	1836149	2471013	2134828	2360318
2098203	2261070	2408400	2408328	2039108
2085556	1671098	2107767	2495095	2043786
2140245	1270137	2622112	2618682	2033827
2238965	2541475	2033826	2033897	868213
2632923	2559968	2367023	2582847	2365225
2541736	2605466	1970627	1514561	2264648
2572137	783318	2170406	2485561	2541738
2369359	2541740	2242845	2242851	2499117
2390345	2350568	2523079	1966496	2579290
2517995	2350567	2371639	2130095	2579190
2271138	2057414	2625311	2464171	1917864
2271139	2242850	2579291	2375975	2071672
2435762	1816398	2472172	2017287	2115457
2263075	2499036	2098205	2367272	2277592
2028948	2468436	2486018	838832	2241295
2602552	2541739	2464170	2336682	2400690
2248192	2610566	2411084	2033839	2238963
2067632	2537369	2457824	2177536	2238964

2375820

2527964

2598460

2259303

2090162

2517997

1969618

## SECURITY AGREEMENT - TRADEMARKS

**SECURITY AGREEMENT** (as amended, supplemented or otherwise modified, this "Agreement"), dated as of November 12, 2002, by and between **FLEER/SKYBOX INTERNATIONAL LP** (the "Grantor") and **COMMERCE BANK, N. A.** (the "Lender"). All capitalized terms not otherwise defined in this Agreement shall have the same meanings ascribed to such terms in the Loan and Security Agreement, dated as of November 12, 2002, among Grantor, Lender and Fleer Collectibles LLC (as amended, supplemented or otherwise modified, the "Loan Agreement").

The Grantor has adopted, used and is using (or has filed applications for the registration of) the trademarks, service marks and trade names listed on Schedule "A" attached hereto and made part hereof (all such marks or names hereinafter referred to as the "Trademarks").

The Grantor is pledging its rights in the Trademarks and the registration thereof, together with all the goodwill of the Grantor associated therewith and represented thereby, as security for the Obligations.

**NOW, THEREFORE**, the parties hereto, intending to be legally bound hereby, covenant and agree as follows:

1. **Grant of Security Interest.** To secure the payment and performance of the Obligations, the Grantor hereby grants to the Lender a lien on and security interest in all its present and future right, title and interest in and to the Trademarks, together with all the goodwill and other tangible assets of the Grantor associated with and represented by the Trademarks, and the non-intent-to-use applications for and registration thereof and the right (but not the obligation) to sue for past, present and future infringements, and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits.

2. **Remedies Upon Default.** (a) Anything herein contained to the contrary notwithstanding, so long as an Event of Default exists, the Lender, as the holder of a security interest, may take such action permitted under the Loan Documents or permitted by law, in its exclusive discretion, to foreclose upon the Trademarks covered hereby and may exercise all of the remedies of a secured party under the UCC.

(b) Without limiting the foregoing, for such purposes, while an Event of Default exists, the Grantor hereby authorizes and empowers the Lender to make, constitute and appoint any officer or agent of the Lender as the Lender may select, in its exclusive discretion, as the Grantor's true and lawful attorney-in-fact, with the power to endorse the Grantor's name on all applications, documents, papers and instruments necessary for the Lender to use the Trademarks or to grant or issue any exclusive or non-exclusive license under the Trademarks to anyone else, or necessary for the Lender to assign, pledge, convey or otherwise transfer title in or dispose of the Trademarks to anyone else. The Grantor hereby ratifies all that such attorney shall lawfully do or cause to be done by virtue hereof, except for the gross negligence or willful misconduct of such attorney. This power of attorney shall be irrevocable until all the Obligations are satisfied in full and the Loan Agreement is terminated.

(c) The Grantor expressly acknowledges that this Agreement shall be recorded with the Patent and Trademark Office in Washington, DC.

3. **Fees and Expenses.** Any and all reasonable fees, costs and expenses, of whatever kind or nature, including the reasonable attorneys' fees and legal expenses incurred by the Lender in connection with the preparation of this Agreement and all other documents relating hereto and the consummation of this transaction, the filing or recording of any documents in public offices, or costs otherwise incurred in protecting, maintaining, preserving the Trademarks, shall be borne and paid by the Grantor on demand by the Lender and until so paid shall be added to the principal amount of the Obligations to the Lender and shall bear interest as provided in the Loan Agreement.

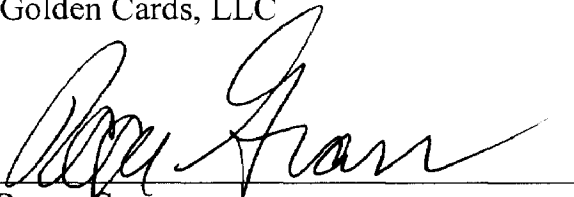
4. **Governing Law.** This Agreement will be interpreted and the rights and liabilities of the parties hereto determined in accordance with the laws of the Commonwealth of Pennsylvania, excluding its conflict of laws rules.

5. **Counterparts.** This Agreement may be signed in any number of counterpart copies and by the parties hereto on separate counterparts, but all such copies shall constitute one and the same instrument.

**IN WITNESS WHEREOF**, Grantor and Lender have executed this Agreement, intending to be legally bound hereby, the day and year first above written.

**FLEER/SKYBOX INTERNATIONAL LP**

By: Golden Cards, LLC

By:   
\_\_\_\_\_  
Roger Grass  
Vice President

**COMMERCE BANK, N.A.**

By: \_\_\_\_\_  
Peter L. Davis  
Senior Vice President

(c) The Grantor expressly acknowledges that this Agreement shall be recorded with the Patent and Trademark Office in Washington, DC.

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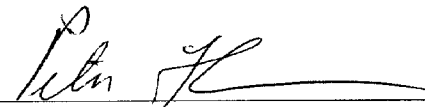
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By: \_\_\_\_\_  
Roger Grass  
Vice President

**COMMERCE BANK, N.A.**

By:  \_\_\_\_\_  
Peter L. Davis  
Senior Vice President

# **SCHEDULE "A"**

# Fleer/Skybox International LP

Trademark Report by Mark  
Status: ACTIVE

Printed: 01/07/2003

Page 1

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>3D</b>							
UNITED STATES	T02257US0	08/20/1998	75/540,763	10/31/2000	2,399,030	REGISTERED	16
<b>ACCESS</b>							
UNITED STATES	T00131US0	09/04/1996	75/160,226	03/09/1999	2,229,861	REGISTERED	16
<b>AERIAL ASSAULT</b>							
UNITED STATES	T02513US0	05/25/1999	75/713,667	07/09/2002	2,592,092	REGISTERED	16
<b>APEX</b>							
UNITED STATES	T02508US0	05/25/1999	75/713,755	07/09/2002	2,592,094	REGISTERED	16
<b>AUTHEN-KICKS</b>							
UNITED STATES	T02582US0	10/04/1999	75/814,204	07/31/2001	2,474,363	REGISTERED	16
<b>AUTOGRAPHICS</b>							
UNITED STATES	T01684US0			07/22/1997	2,082,492	REGISTERED	16
<b>AUTUMN EXCELLENCE</b>							
UNITED STATES	T02258US0	08/20/1998	75/540,796	08/08/2000	2,375,976	REGISTERED	16
<b>AWARD WINNERS</b>							
UNITED STATES	T02433US0	02/04/1999	75/636,433	12/19/2000	2,414,606	REGISTERED	16
<b>BACK-SLAPPER</b>							
UNITED STATES	T00758US0			07/18/1967	832,224	REGISTERED	16
<b>BASEBALL'S BEST</b>							
UNITED STATES	T02058US0	04/13/1998	75/467,387	04/25/2000	2,346,179	REGISTERED	16
<b>BOYZ WITH THE WOOD</b>							
UNITED STATES	T02437US0	02/04/1999	75/635,510	06/26/2001	2,464,331	REGISTERED	16
<b>BRILLIANTS</b>							
UNITED STATES	T02431US0	02/04/1999	75/634,568	02/01/2000	2,314,536	REGISTERED	16
<b>BUILDING BLOCKS</b>							
UNITED STATES	T02447US0	02/04/1999	75/634,535	11/14/2000	2,404,807	REGISTERED	16
<b>CANVAS</b>							
UNITED STATES	T00209US0	01/16/1996	75/043,552	09/16/1997	2,098,203	REGISTERED	16
<b>CHAMPIONS IN ACTION AND DESIGN</b>							
UNITED STATES	T00152US0	04/02/1996	75/082,599	08/05/1997	2,085,556	REGISTERED	16
<b>CIRCA</b>							
UNITED STATES	T00134US0	09/04/1996	75/160,869	03/03/1998	2,140,245	REGISTERED	16

**TRADEMARK**  
**REEL: 002655 FRAME: 0023**



COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>COURT MASTERS</b>							
UNITED STATES	T02080US0	04/23/1998	75/473,317	04/13/1999	2,238,965	REGISTERED	16
<b>COURTING HISTORY</b>							
UNITED STATES	T02825US0	12/07/2000	76/177,592	10/08/2002	2,632,923	REGISTERED	016
<b>CROWNING ACHIEVEMENTS</b>							
UNITED STATES	T02779US0	09/07/2000	76/124,609	02/19/2002	2,541,736	REGISTERED	16
<b>CROWNS OF GOLD</b>							
UNITED STATES	T02778US0	09/07/2000	76/124,611	05/21/2002	2,572,137	REGISTERED	16
<b>D'STROYERS</b>							
UNITED STATES	T02256US0	08/20/1998	75/540,754	07/18/2000	2,369,359	REGISTERED	16
<b>DAMAGE, INC.</b>							
UNITED STATES	T02265US0	08/20/1998	75/539,373	09/26/2000	2,390,345	REGISTERED	16
<b>DIAL "1"</b>							
UNITED STATES	T02445US0	02/04/1999	75/633,850	12/11/2001	2,517,995	REGISTERED	16
<b>DIAMOND INK &amp; DESIGN</b>							
UNITED STATES	T01916US0	11/03/1997	75/383,279	08/17/1999	2,271,138	REGISTERED	28
UNITED STATES	T01916US1	11/03/1997	75/383,295	08/17/1999	2,271,139	REGISTERED	35
<b>DIAMOND MAGIC</b>							
UNITED STATES	T02449US0	02/04/1999	75/634,566	03/13/2001	2,435,762	REGISTERED	16
<b>DIAMOND STANDOUTS</b>							
UNITED STATES	T02209US0	06/16/1998	75/503,533	07/20/1999	2,263,075	REGISTERED	16
<b>DIAMOND TRIBUTE</b>							
UNITED STATES	T00608US0	02/26/1996	75/061,997	01/07/1997	2,028,948	REGISTERED	16
<b>DIAMOND VISION</b>							
UNITED STATES	T02828US0	12/07/2000	76/177,307	07/30/2002	2,602,552	REGISTERED	016
<b>DUGOUT AXCESS</b>							
UNITED STATES	T01241US0	06/20/1997	75/312,409	05/25/1999	2,248,192	REGISTERED	16
<b>E MOTION</b>							
EUROPEAN UNION (CT	T00874EU0	04/01/1996	165175	06/02/1999	165175	REGISTERED	9,16,28
UNITED STATES	T00874US0			06/03/1997	2,067,632	REGISTERED	16
<b>E-X CENTURY</b>							
UNITED STATES	T02407US0	12/22/1998	75/611,093	01/09/2001	2,419,850	REGISTERED	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>E-XTRAORDINARY</b>							
UNITED STATES	T02504US0	05/25/1999	75/713,754	07/09/2002	2,592,093	REGISTERED	16
<b>EDITOR'S CHOICE</b>							
UNITED STATES	T02065US0	04/13/1998	75/467,035	12/05/2000	2,411,085	REGISTERED	16
<b>EXCEL</b>							
EUROPEAN UNION (CT	T00169EU0	04/01/1996	168369	02/28/2000	168369	REGISTERED	9,16,28
<b>EXTRA BASES</b>							
UNITED STATES	T00470US2	07/02/2001	76/279,104			ALLOWED	16
<b>EXTRA EDITION</b>							
UNITED STATES	T02082US0	04/23/1998	75/473,103	05/18/1999	2,246,137	REGISTERED	16
<b>FABULOUS 40'S</b>							
UNITED STATES	T02438US0	02/04/1999	75/635,521	09/25/2001	2,493,133	REGISTERED	16
<b>FEEL THE GAME</b>							
UNITED STATES	T02549US1	10/04/1999	75/814,043	07/17/2001	2,470,512	REGISTERED	16
<b>FIRST EDITION</b>							
UNITED STATES	T02353US0	08/20/1998	75/540,770	02/22/2000	2,322,580	REGISTERED	16
<b>FLAIR</b>							
AUSTRALIA	T00167AU0	10/20/1994	643705	07/03/1996	643705	REGISTERED	16
CANADA	T00167CA0	05/11/1995	782,655	08/09/1996	461,047	REGISTERED	16
EUROPEAN UNION (CT	T00167EU0	04/01/1996	165225	04/21/1999	000165225	REGISTERED	9,16,28
JAPAN	T00167JP0	03/26/1996	31236/1996			PENDING	16
NEW ZEALAND	T00167NZ0	10/20/1994	242132	04/21/1997	242132	REGISTERED	16
UNITED STATES	T00167US0	09/26/1991	207,129	05/10/1994	1,836,149	REGISTERED	16
<b>FLAIR SHOWCASE</b>							
AUSTRALIA	T02200AU0	07/17/1998	767807	08/13/1999	767807	REGISTERED	16
CANADA	T02200CA0	07/23/1998	885,126			PENDING	16
EUROPEAN UNION (CT	T02200EU0	07/02/1998	866707	10/01/1999	866707	REGISTERED	
HONG KONG	T02200HK0	07/04/1998	98 08677	03/07/2000	83808/2000	REGISTERED	16
SOUTH KOREA	T02200KR0	07/24/1998	98-18838	10/27/1999	457486	REGISTERED	16
TAIWAN	T02200TW0	07/28/1998	87036505	09/01/1999	865770	REGISTERED	16
UNITED STATES	T02200US0	06/11/1998	75/500,583	07/13/1999	2,261,070	REGISTERED	16
<b>FLEER</b>							
AUSTRALIA	T00075AU0	09/21/1993	612020	07/10/1995	B612020	REGISTERED	16
CANADA	T00075CA0	07/23/1998	885,127	02/26/2001	541,545	REGISTERED	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<i>FLEER continued . . .</i>							
CHINA	T00075CN0	07/22/1998	9800082404	10/14/1999	1322983	REGISTERED	16
EUROPEAN UNION (CT	T00075EU0	04/01/1996	168336	10/16/1998	168336	REGISTERED	09,16,28
HONG KONG	T00075HK0	07/04/1998	98-08678			PENDING	16
INDONESIA	T00075ID0	03/27/1997	D975347	03/13/1998	411322	REGISTERED	16
JAPAN	T00075JP0	03/26/1996	31235/96	06/05/1998	4,153,886	REGISTERED	16
NEW ZEALAND	T00075NZ0	09/21/1993	230324	09/21/1993	230324	REGISTERED	16
SOUTH KOREA	T00075KR0	07/24/1998	98-18837	01/18/2001	485904	REGISTERED	16
TAIWAN	T00075TW0	07/28/1998	87036504	09/01/1999	865769	REGISTERED	16
UNITED STATES	T00075US1	06/20/1990	74/070,912	01/07/1992	1,671,098	REGISTERED	16

**FLEER AND CROWN DESIGN**

UNITED STATES	T00676US0			03/13/1984	1,270,137	REGISTERED	30
UNITED STATES	T00676US1	03/09/2000	75/939,640	02/19/2002	2,541,475	REGISTERED	16
UNITED STATES	T00676US2	03/24/2000	76/011,010	04/09/2002	2,559,968	REGISTERED	016
UNITED STATES	T00676US3	03/24/2000	76/008,990			ALLOWED	025
UNITED STATES	T00676US4	03/24/2000	76/008,996	08/06/2002	2,605,466	REGISTERED	028

**FLEER AUTHORITY**

UNITED STATES	T02829US0	12/07/2000	76/177,609			ALLOWED	016
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**FLEER BOX SCORE**

UNITED STATES	T03087US0	04/23/2002	76/400,119			PENDING	16
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**FLEER DUBBLE BUBBLE W/CROWN & OVAL DESIGN**

ARMENIA	T02523AM0	05/20/1996	N/A		2211	REGISTERED	30
CROATIA	T02523HR0	03/31/1993	N/A	04/15/1999	399994	REGISTERED	
ETHIOPIA	T02523ET0	09/17/1989	FTM0749			PENDING	30
GEORGIA	T02523GE0	03/17/1999	010907/03	03/17/1999	11720	REGISTERED	30
IRELAND	T02523IE0	09/09/1997	97/3311	04/13/2000	210011	REGISTERED	30
JAPAN	T02523JP0			03/30/1998	2034055	REGISTERED	30
KUWAIT	T02523KW0	10/16/1984	n/a	10/16/1984	1888	REGISTERED	30
MACEDONIA	T02523MK0	04/20/1993	16/417/93			PENDING	30
SRI LANKA	T02523LK0	03/28/1998	N/A		21048	REGISTERED	30
TURKMENISTAN	T02523TM0	10/29/1990	69014	08/24/1998	2430	REGISTERED	30
UNITED STATES	T02523US1			01/12/1965	783,318	REGISTERED	30
VENEZUELA	T02523VE0			03/07/1983	101633-F	REGISTERED	30
YUGOSLAVIA	T02523YU0	03/31/1993	N/A	01/15/1997	399994	REGISTERED	30

**FLEER ENTERTAINMENT AND CROWN DESIGN**

UNITED STATES	T03197US0	09/20/2002	76/451,435			PENDING	28
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COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>FLEER GENUINE</b>							
UNITED STATES	T02781US0	09/07/2000	76/125,118	02/19/2002	2,541,740	REGISTERED	16
<b>FLEER MISCELLANEOUS DESIGN ( Blue diamond with football)</b>							
UNITED STATES	T01701US0	10/08/1997	75/370,263	05/16/2000	2,350,568	REGISTERED	16
<b>FLEER MISCELLANEOUS DESIGN (blue diamond with baseball)</b>							
UNITED STATES	T01702US0	10/08/1997	75/370,144	05/16/2000	2,350,567	REGISTERED	16
<b>FLEER Miscellaneous Design (Thanks a Million...)</b>							
UNITED STATES	T00154US2	06/12/1996	75/117,983	04/29/1997	2,057,414	REGISTERED	16
<b>FLEER SKYBOX LOGO</b>							
INDONESIA	T02522ID0	03/27/1997	D975346	03/13/1998	411315	REGISTERED	16
<b>FLEER TRADITION</b>							
UNITED STATES	T02077US0	04/23/1998	75/473,102	05/04/1999	2,242,850	REGISTERED	16
<b>FLEER ULTRA</b>							
AUSTRALIA	T00168AU0	09/21/1993	612022	07/10/1995	B612022	REGISTERED	16
CANADA	T00168CA0	05/11/1995	782,654	04/29/1997	475,378	REGISTERED	16
EUROPEAN UNION (CT	T00168EU0	04/01/1996	165431	03/22/1999	165431	REGISTERED	09,16,28
HONG KONG	T00168HK0	07/04/1998	98 08675	03/06/2000	3707/2000	REGISTERED	16
JAPAN	T00168JP0	03/26/1996	31237/96	06/05/1998	4,153,887	REGISTERED	16
NEW ZEALAND	T00168NZ0	09/21/1993	230325	09/21/1993	230325	REGISTERED	16
SOUTH KOREA	T00168KR0	07/24/1998	98-18840	01/18/2001	485905	REGISTERED	16
TAIWAN	T00168TW0	07/28/1998	87036507	09/01/1999	865791	REGISTERED	16
UNITED STATES	T00168US0	04/23/1991	160,083	01/11/1994	1,816,398	REGISTERED	16
<b>FLEER ULTRA TEAM</b>							
JAPAN	T00170JP0	03/26/1996	31239/96	06/05/1998	4,153,888	REGISTERED	16
<b>FOCUS</b>							
UNITED STATES	T02622US0	01/04/2000	75/887,379	10/16/2001	2,499,036	REGISTERED	16
<b>FRANK H. FLEER</b>							
UNITED STATES	T03211US0	10/15/2002	76/459,377			PENDING	16
<b>FRESH INK</b>							
UNITED STATES	T02583US0	10/04/1999	75/814,205	07/10/2001	2,468,436	REGISTERED	16
<b>FUTURE THREATS</b>							
UNITED STATES	T02780US0	09/07/2000	76/125,116	02/19/2002	2,541,739	REGISTERED	16
<b>FUTURES</b>							
UNITED STATES	T02830US0	12/07/2000	76/177,610	08/20/2002	2,610,566	REGISTERED	016

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>GAME TIME</b>							
UNITED STATES	T00151US1	07/31/2000	76/099,707	02/05/2002	2,537,369	REGISTERED	16
<b>GENUINE COVERAGE</b>							
UNITED STATES	T02710US0	07/08/1999	75/886,600			ALLOWED	016
<b>GOING YARD</b>							
UNITED STATES	T02435US0	02/04/1999	75/635,508	12/12/2000	2,413,052	REGISTERED	16
<b>GOLDEN TOUCH</b>							
UNITED STATES	T02084US0	04/23/1998	75/473,100	05/04/1999	2,242,849	REGISTERED	16
<b>GOUDEY</b>							
UNITED STATES	T00156US0	09/27/1996	75/173,289	07/28/1998	2,177,406	REGISTERED	16
<b>GRASS ROOTS</b>							
UNITED STATES	T02823US0	12/07/2000	76/177,611	08/06/2002	2,605,719	REGISTERED	016
<b>GREAT SHOTS!</b>							
UNITED STATES	T02083US0	04/23/1998	75/473,023	04/20/1999	2,240,819	REGISTERED	16
<b>HATS OFF</b>							
UNITED STATES	T02581US0	10/04/1999	75/814,468			ALLOWED	16
<b>HEIR TO THE THRONE</b>							
UNITED STATES	T02076US0	04/23/1998	75/472,558	04/13/1999	2,238,961	REGISTERED	16
<b>HIP-NO-TIZED</b>							
UNITED STATES	T02444US0	02/04/1999	75/633,851	12/26/2000	2,416,401	REGISTERED	16
<b>HOBBY BULLPEN PROGRAM</b>							
UNITED STATES	T02570US0	08/26/1999	75/786,311	07/24/2001	2,471,013	REGISTERED	35
<b>HOBBY LEGENDS TOUR</b>							
UNITED STATES	T02579US0	10/04/1999	75/814,048	11/28/2000	2,408,400	REGISTERED	35
<b>HOLOPIX</b>							
UNITED STATES	T00210US0	01/16/1996	75/043,723	10/21/1997	2,107,767	REGISTERED	16
<b>HOME FIELD ADVANTAGE</b>							
UNITED STATES	T02831US0	12/07/2000	76/177,594	09/17/2002	2,622,112	REGISTERED	016
<b>HOOPS</b>							
CANADA	T02210CA0	07/23/1998	885,125	02/01/2001	540,679	REGISTERED	16
EUROPEAN UNION (CT	T02210EU0	07/02/1998	866731	12/10/1999	866731	REGISTERED	
HONG KONG	T02210HK0	07/04/1998	98 08676			PENDING	16
TAIWAN	T02210TW0	07/28/1998	87036506	07/01/2000	896004	REGISTERED	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>HOT GLOVE</b>							
UNITED STATES	T00612US0	02/26/1996	75/062,987	01/28/1997	2,033,826	REGISTERED	16
<b>HOT PACKS</b>							
EUROPEAN UNION (CT	T00171EU0	04/01/1996	165407	10/19/1998	165407	REGISTERED	09,16,28
<b>IMPACT</b>							
UNITED STATES	T00876US1	12/11/1995	75/031,080			PENDING	16
<b>INTIMIDATION NATION</b>							
UNITED STATES	T02267US0	08/20/1998	75/540,043	07/11/2000	2,367,023	REGISTERED	16
<b>LEAGUE LEADER</b>							
UNITED STATES	T00114US0	03/22/1994	504,147	04/23/1996	1,970,627	REGISTERED	16
<b>LEGACY COLLECTION</b>							
UNITED STATES	T00164US0	01/28/1997	75/232,289	06/30/1998	2,170,406	REGISTERED	16
<b>LEGENDS OF THE FUTURE</b>							
UNITED STATES	T02087US0	04/23/1998	75/472,560	05/04/1999	2,242,845	REGISTERED	16
<b>M.L.P.D.</b>							
UNITED STATES	T02446US0	02/04/1999	75/634,534	12/25/2001	2,523,079	REGISTERED	16
<b>MAGNIFICENT MOMENTS</b>							
UNITED STATES	T02264US0	08/20/1998	75/539,704	07/25/2000	2,371,639	REGISTERED	16
<b>METAL</b>							
EUROPEAN UNION (CT	T00172EU0	04/01/1996	165332	02/02/2000	165332	REGISTERED	9,28,16
JAPAN	T00172JP0	03/26/1996	31241/1996			PENDING	16
UNITED STATES	T00172US0	01/26/1995	74/625,877	09/24/2002	2,625,311	REGISTERED	16
<b>METAL SMITHS</b>							
UNITED STATES	T02507US0	05/25/1999	75/713,885	06/11/2002	2,579,291	REGISTERED	16
<b>METAL SMITHS XPLOSION</b>							
UNITED STATES	T02506US0	05/25/1999	75/713,884	07/24/2001	2,472,172	REGISTERED	16
<b>METAL UNIVERSE</b>							
EUROPEAN UNION (CT	T00174EU0	04/01/1996	165290	10/23/1998	165290	REGISTERED	9,16,28
JAPAN	T00174JP0	03/26/1996	31243/1996	01/14/1999	4,229,196	REGISTERED	16
UNITED STATES	T00174US0	01/16/1996	75/044,369	09/16/1997	2,098,205	REGISTERED	16
<b>MOLTEN METAL</b>							
UNITED STATES	T02584US0	10/04/1999	75/814,253	09/04/2001	2,486,018	REGISTERED	16
<b>MONUMENTAL MOMENTS</b>							
UNITED STATES	T02061US0	04/13/1998	75/467,033	06/26/2001	2,464,170	REGISTERED	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>MYSTIQUE</b>							
UNITED STATES	T02068US0	04/13/1998	75/467,032	12/05/2000	2,411,084	REGISTERED	16
<b>NAME PLATES</b>							
UNITED STATES	T02263US0	08/20/1998	75/539,706	06/05/2001	2,457,824	REGISTERED	16
<b>NAMES OF THE GAME</b>							
UNITED STATES	T02783US0	09/07/2000	76/124,884	06/11/2002	2,580,086	REGISTERED	16
<b>NUMBER CRUSHERS</b>							
UNITED STATES	T02057US0	04/13/1998	75/467,270	10/03/2000	2,391,983	REGISTERED	16
<b>OVERPOWER</b>							
JAPAN	T00173JP0	03/26/1996	31242/96	06/05/1998	4,153,889	REGISTERED	16
<b>PENDEMONIUM</b>							
UNITED STATES	T02551US0	10/30/1999	75/746,223	09/11/2001	2,488,666	REGISTERED	16
<b>PLANET FOOTBALL</b>							
UNITED STATES	T02060US0	04/13/1998	75/467,202	05/29/2001	2,455,744	REGISTERED	16
<b>PLANET METAL</b>							
UNITED STATES	T02262US0	08/20/1998	75/539,715	07/18/2000	2,369,354	REGISTERED	16
<b>PLAY OF THE GAME</b>							
UNITED STATES	T00154US0	01/07/1997	75/222,428	06/30/1998	2,170,386	REGISTERED	16
<b>POWER PLUS</b>							
UNITED STATES	T00150US1	02/26/1996	75/063,061	08/26/1997	2,090,638	REGISTERED	16
<b>POWER SURGE</b>							
UNITED STATES	T00154US3	08/31/1995	74/723,648	02/03/1998	2,134,828	REGISTERED	28
<b>PREMIUM AND DESIGN</b>							
UNITED STATES	T02567US0	08/26/1999	75/786,325	11/28/2000	2,408,328	REGISTERED	16
<b>PREMIUM PAIRS</b>							
UNITED STATES	T02678US0	03/24/2000	76/008,991	10/02/2001	2,495,095	REGISTERED	016
<b>PREMIUM ROOKIES</b>							
UNITED STATES	T02677US0	03/24/2000	76/008,976	09/10/2002	2,618,682	REGISTERED	016
<b>PRIME LEATHER</b>							
UNITED STATES	T00609US0	02/26/1996	75/068,026	01/28/1997	2,033,897	REGISTERED	16
<b>PRIMETIME ROOKIES</b>							
UNITED STATES	T02550US0	07/08/1999	75/746,222	06/18/2002	2,582,847	REGISTERED	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>PROCARDS</b>							
UNITED STATES	T00785US0			11/29/1988	1,514,561	REGISTERED	16
<b>PROMISING FORECAST</b>							
UNITED STATES	T02066US0	04/13/1998	75/467,048	09/04/2001	2,485,561	REGISTERED	16
<b>QUICK STRIKE</b>							
UNITED STATES	T02086US0	04/23/1998	75/473,304	05/04/1999	2,242,851	REGISTERED	16
<b>RISING STAR</b>							
UNITED STATES	T00532US0	01/13/1995	74/621,965	04/09/1996	1,966,496	REGISTERED	16
<b>ROAD WARRIORS</b>							
UNITED STATES	T00155US0	09/27/1996	75/173,288	01/20/1998	2,130,095	REGISTERED	16
<b>ROCKET TO STARDOM</b>							
UNITED STATES	T02063US0	04/13/1998	75/467,049	06/26/2001	2,464,171	REGISTERED	16
<b>ROOKIE REWIND</b>							
UNITED STATES	T02261US0	08/20/1998	75/540,760	08/08/2000	2,375,975	REGISTERED	16
<b>ROOKIE SENSATIONS</b>							
UNITED STATES	T00468US1	09/08/1995	74/726,754	11/19/1996	2,017,287	REGISTERED	16
<b>ROUNDBALL</b>							
UNITED STATES	T02511US0	05/25/1999	75/713,758	07/11/2000	2,367,272	REGISTERED	16
<b>SCHOOL-DAZE</b>							
UNITED STATES	T00759US0			11/14/1967	838,832	REGISTERED	16
<b>SCOUTING REPORT</b>							
UNITED STATES	T02062US0	04/13/1998	75/467,030	03/28/2000	2,336,682	REGISTERED	16
<b>SEASON CROWNS</b>							
UNITED STATES	T00610US0	02/26/1996	75/063,701	01/28/1997	2,033,839	REGISTERED	16
<b>SHOW STOPPERS</b>							
UNITED STATES	T00159US0	01/28/1997	75/232,275	07/28/1998	2,177,536	REGISTERED	16
<b>SHOW TIME</b>							
UNITED STATES	T00165US0	01/28/1997	75/232,284	06/30/1998	2,170,405	REGISTERED	16
<b>SHOWPIECE</b>							
UNITED STATES	T00160US0	01/28/1997	75/232,277	04/06/1999	2,237,367	REGISTERED	16
<b>SKETCHAGRAPH</b>							
UNITED STATES	T01360US0	07/01/1997	75/317,719	04/13/1999	2,239,646	REGISTERED	16



COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>SKYBOX</b>							
AUSTRALIA	T00746AU0	12/09/1988	N/A		A568958	REGISTERED	16
AUSTRALIA	T00746AU1	12/09/1988	N/A		A568959	REGISTERED	25
BRAZIL	T00746BR0	12/15/1995	818980346	09/22/1998	818980346	REGISTERED	16,20
CANADA	T00746CA0	07/23/1998	885,124	01/31/2001	540,531	REGISTERED	16
CANADA	T00746CA1		N/A	12/11/1997	486,790	REGISTERED	
CHINA	T00746CN0	07/22/1998	9800082405	10/14/1999	1322984	REGISTERED	16
EUROPEAN UNION (CT	T00746EU0	04/01/1996	165209	11/27/1998	165209	REGISTERED	9,16,28
HONG KONG	T00746HK0	07/04/1998	98 08680			PENDING	16
INDONESIA	T00746ID0	03/27/1997	D975345	03/13/1998	411323	REGISTERED	16
JAPAN	T00746JP0	04/03/1996	8-35022	03/15/2002	4,551,041	REGISTERED	16
SOUTH KOREA	T00746KR0	07/24/1998	98-18842	01/18/2001	485903	REGISTERED	16
TAIWAN	T00746TW0	07/22/1998	87035561	09/01/1999	865755	REGISTERED	16
UNITED STATES	T00746US1		74/353,258	09/28/1993	1,794,965	REGISTERED	16
UNITED STATES	T00746US3			11/28/1995	1,938,919	REGISTERED	16
UNITED STATES	T00746US4	04/22/1996	75/092,376	01/13/1998	2,129,434	REGISTERED	16,28
VENEZUELA	T00746VE0		00948/96			ALLOWED	16

**SKYBOX (Stylized )**

UNITED STATES	T01697US0	10/08/1997	75/370,376	04/20/1999	2,241,296	REGISTERED	16
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**SKYBOX DOMINION**

UNITED STATES	T02569US0	08/26/1999	75/786,323	06/20/2000	2,360,318	REGISTERED	16
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**SKYCAPS**

ARGENTINA	T00747AR0	10/10/1995	2,003,798	09/04/1998	1,685,632,09049	REGISTERED	16
BRAZIL	T00747BR0	12/15/1995	818980338	09/22/1998	818980338	REGISTERED	16,20
VENEZUELA	T00747VE0		00946/96			ALLOWED	16
VENEZUELA	T00747VE1		00949/96			ALLOWED	28

**SKYMOTION**

UNITED STATES	T01685US0			02/18/1997	2,039,108	REGISTERED	16
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**SKYVIEW**

UNITED STATES	T01686US0			03/11/1997	2,043,786	REGISTERED	16
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**SMOOTH LEATHER**

UNITED STATES	T00611US0	02/26/1996	75/062,995	01/28/1997	2,033,827	REGISTERED	16
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**SNEEKIES**

UNITED STATES	T00817US0			04/15/1969	868,213	REGISTERED	16
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COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>SOUL OF THE GAME</b>							
UNITED STATES	T02260US0	08/20/1998	75/539,718	07/04/2000	2,365,225	REGISTERED	16
<b>STAR SEARCH</b>							
UNITED STATES	T02085US0	04/23/1998	75/473,104	07/27/1999	2,264,648	REGISTERED	16
<b>STITCHES IN TIME</b>							
UNITED STATES	T02785US0	09/07/2000	76/124,880	02/19/2002	2,541,738	REGISTERED	16
<b>SUNDAY'S BEST</b>							
UNITED STATES	T02676US0	03/24/2000	76/008,989	10/16/2001	2,499,117	REGISTERED	016
<b>SUPERNATURAL XPLOSION</b>							
UNITED STATES	T02505US0	05/25/1999	75/713,883	06/11/2002	2,579,290	REGISTERED	16
<b>SUPREME COURT</b>							
UNITED STATES	T00743US1	02/09/1999	75/636,700	06/11/2002	2,579,190	REGISTERED	16
<b>TEAM LEADER</b>							
UNITED STATES	T00465US0	09/13/1993	436,155	09/12/1995	1,917,864	REGISTERED	16
<b>THANKS A MILLION</b>							
UNITED STATES	T00154US1	06/12/1996	75/117,891	06/17/1997	2,071,672	REGISTERED	16
UNITED STATES	T00154USB	06/12/1996	75/117,676	11/25/1997	2,115,457	REGISTERED	35
<b>THUNDER &amp; LIGHTNING</b>							
UNITED STATES	T02088US0	04/23/1998	75/473,301	09/14/1999	2,277,592	REGISTERED	16
<b>THUNDER SKYBOX</b>							
UNITED STATES	T01698US0	10/08/1997	75/370,279	04/20/1999	2,241,295	REGISTERED	16
<b>THUNDERCLAP</b>							
UNITED STATES	T02259US0	08/20/1998	75/539,719	10/31/2000	2,400,690	REGISTERED	16
<b>TOP 30</b>							
UNITED STATES	T02079US0	04/23/1998	75/473,315	04/13/1999	2,238,963	REGISTERED	16
<b>TOTAL "O"</b>							
UNITED STATES	T02081US0	04/23/1998	75/473,316	04/13/1999	2,238,964	REGISTERED	16
<b>TRIPLE CROWN</b>							
UNITED STATES	T02784US0	09/07/2000	76/124,885			ALLOWED	16
<b>TROPHY CASE</b>							
UNITED STATES	T02059US0	04/13/1998	75/467,382	08/08/2000	2,375,820	REGISTERED	16
<b>TURBO-CHARGED</b>							
UNITED STATES	T02450US0	02/04/1999	75/633,852	01/08/2002	2,527,964	REGISTERED	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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**UNDER PRESSURE**

UNITED STATES	T02512US0	05/25/1999	75/713,751	07/23/2002	2,598,460	REGISTERED	16
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**VINTAGE '63**

UNITED STATES	T02078US0	04/23/1998	75/472,619	07/06/1999	2,259,303	REGISTERED	16
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**VIRTUALVISION**

UNITED STATES	T00154US4	07/10/1996	75/131,937	08/19/1997	2,090,162	REGISTERED	16
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**WARNING TRACK COLLECTION**

UNITED STATES	T02440US0	02/04/1999	75/635,514	12/11/2001	2,517,997	REGISTERED	16
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**WAVE OF THE FUTURE AND DESIGN**

UNITED STATES	T00150US3	01/24/1995	74/624,972	04/23/1996	1,969,618	REGISTERED	16
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END OF REPORT

TOTAL ITEMS SELECTED = 224