

06-07-2005

**MRS**  
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06-07-2005

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

Form PTO-159 (Rev. 03/01)  
OMB No. 0651-0027, exp. 5/31/2002  
Tab settings ⇨ ⇨ ⇨

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

<p>1. Name of conveying party(ies): <b>Intercraft Company</b></p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input checked="" type="checkbox"/> Corporation - <b>Delaware</b>  <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes  <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance:  <input type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement  <input type="checkbox"/> Change of Name  <input checked="" type="checkbox"/> Other - <b>Trademark Assignment and Agreement</b></p> <p>Execution Date: <b>June 10, 2004 and June 18, 2004; effective April 13, 2004</b></p>	<p>2. Name and address of receiving party(ies)  Name: <b>Burnes Operating Company LLC</b>  Internal  Address: <b>5115 Parkcenter Avenue, Suite 150</b>  Street Address:  City: <b>Dublin</b> State: <b>OH</b> Zip: <b>43017</b></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____</p> <p><input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation -  <input checked="" type="checkbox"/> Other: <b>a Delaware limited liability company</b></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>4. Application number(s) or registration number(s):  A. Trademark Application No.(s)  B. Trademark Registration No.(s)</p> <p style="text-align: center;">Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>6. Total number of applications and registrations involved: <b>190</b></p> <p>7. Total fee (37 CFR 3.41)..... \$ <b>2265.00</b>  <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:  <b>500675 - Schulte Roth &amp; Zabel LLP</b>  (Attach duplicate copy of this page if paying by deposit account)</p>
<p><b>DO NOT USE THIS SPACE</b></p>	
<p>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.</p> <p><b>Reine H. Glanz, Esq.</b>      <i>Reine H. Glanz</i>      August 24, 2004  Name of Person Signing      Signature      Date</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: <b>27</b></p> <p style="text-align: center; font-size: small;">Mail documents to be recorded with registration and information to  Comptroller of Patents &amp; Trademarks, Box Assignments  Washington, D.C. 20231</p>	

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02 FC:8522 2225.00 OP

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**SCHEDULE B**

ACADEMY	United States	74/077412	1648870	Registered	11-Jul-90	25-Jun-91
ALLEGRO	United States	73/750,063	1,535,342	Registered	06-Sep-88	19-Apr-89
AMBASSADOR COLLECTION	United States	74/077360	1750787	Registered	11-Jul-1990	02-Feb- 1993
AMERICAN COUNTRY	United States	73/722,026	1,514,574	Registered	12-Apr-88	29-Nov-88
BB BURNES (STYLIZED)	United States	74/077,511	1,645,234	Registered	12-Jul-90	21-May-91
BB BURNES (Stylized)	United States	74/670,677	1,966,853	Registered	08-May-95	09-Apr-96
BB LOGO	United States	73/085,803	1,055,591	Registered	03-May-76	04-Jan-77
BLACK PEARL	United States	73/764,010	1,580,105	Registered	16-Nov-88	30-Jan-90
BLOOMERS	United States	75/408,671	2,233,884	Registered	19-Dec-97	23-Mar-99
BURNES	United States	74/077,542	1,750,065	Registered	12-Jul-90	02-Feb-93
BURNES OF BOSTON	United States	73/085,802	1,057,648	Registered	03-May-76	01-Feb-77
BURNES OF BOSTON	United States	76/412792		Allowed	22-May-1002	
BURNES OF BOSTON	United States	76/412794		Published	22-May-2002	
CARR	United States	73/ 827,601	1,612,966	Registered	25-Sep-89	11-Sep-90
CHARACTER CLIPS	United States	75/454,673	2,341,833	Registered	23-Mar-98	11-Apr-00
COLONIAL	United States	74/077413	1666755	Registered	11-Jul-1990	03-Dec- 1991
CONNOISSEUR	United States	74/550,691	1,968,927	Registered	18-Jul-94	16-Apr-96
CONNOISSEUR	United States	76/412799		Pending	22-May-2002	
CONNOISSEUR	United States	76/412797		Pending	22-May-2002	
CONNOISSEUR	United States	76/412796		Pending	22-May-2002	
CONNOISSEUR	United States	76/412798		Pending	22-May-2002	
COUNTRY COLLECTIBLES	United States	74/711,498	1,508,179	Registered	16-Feb-88	11-Oct-88
COUNTRY COLLECTION	United States	74/077236	1662492	Registered	11-Jul-1990	29-Oct- 1991
CUBE NATION	United States	78/297535		Pending	08-Sep-2003	
DAX	United States	74/417,340	1,835,473	Registered	26-Jul-93	10-May-94
DAX	United States	78/185079		Pending	14-Nov-2002	
DÉCOR ESSENTIALS	United States	75/419,805	2,296,802	Registered	20-Jan-98	30-Nov-99
DECORATOR IN A BOX	United States	78/253354		Pending	22-May-2003	
DECOREL	United States	74/365,504	1,800,750	Registered	08-Mar-93	26-Oct-93
DECOREL D & DESIGN	United States	74/533,913	1,896,214	Registered	06-Jun-94	30-May-95
EASYSTIK	United States	73/719,667	1,518,876	Registered	30-Mar-88	03-Jan-89
ELITE COLLECTION	United States	73/570,807	1,398,509	Registered	29-Nov-85	24-Jun-86
ESSENTIALS	United States	74/642,799	2,164,938	Registered	06-Mar-95	16-Jun-96
FAMILY TREASURES	United States	74/305038	1761408	Registered	17-Aug-1992	30-Mar- 1993
FAN FLAIR	United States	78/319222		Pending	27-Oct-2003	
FASTAB	United States	73/781,848	1,589,978	Registered	21-Feb-89	03-Apr-90
FRAMES AS SPECIAL AS THE MEMORIES THEY HOLD	United States	73/635,136	1,448,540	Registered	12-Dec-86	21-Jul-87
HEART & HOME	United States	76/336517		Allowed	09-Nov-2001	
HEIRLOOM QUALITY PHOTO FRAMES and Design	United States	72/066,066	683,260	Registered	19-Jan-59	11-Aug-59
HERITAGE	United States	74/077,414	1,648,176	Registered	11-Jul-90	18-Jun-91

HOLSON	United States	73/719,889	1,549,092	Registered	31-Mar-88	25-Jul-89
HOLSON BURNES	United States	74/706,478	1,967,109	Registered	27-Jul-95	09-Apr-96
HOLSON DESIGN GALLERY	United States	75/669,884	2,343,157	Registered	29-Mar-99	18-Apr-00
HOMEWORK	United States	75/454,674	2,333,752	Registered	23-Mar-98	21-Mar-00
HONORS	United States	74/305037	1792644	Registered	17-Aug-1992	14-Sep-1993
HUNTINGTON	United States	74/077235	1679418	Registered	11-Jul-1990	17-Mar-1992
I AND DESIGN	United States	74/155,068	1,673,488	Registered	08-Apr-91	28-Jan-92
IIC	United States	72/349,982	916,304	Registered	29-Jan-70	13-Jul-71
INSTANT DECORATOR	United States	78/258292		Pending	04-Jun-2003	
INTERCRAFT	United States	73/198,736	1,182,018	Registered	02-Jan-79	15-Dec-81
LEGENDS	United States	74/310641	1770093	Registered	03-Sep-1992	11-May-1993
LEVEL-LINE	United States	78/308242		Pending	01-Oct-2003	
LIFESTYLES	United States	73/736,150	1,555,784	Registered	24-Jun-88	12-Sep-89
LITTLE TREASURES	United States	74/592269	1977370	Registered	31-Oct-1994	28-May-1996
LOCKER LIFE	United States	78/319211		Pending	27-Oct-2003	
MADISON COLLECTION	United States	74/543976	1947656	Registered	30-Jul-1994	09-Jan-1996
MAILABLE MOMENTS	United States	78/324469		Pending	07-Nov-2003	
MASTERCRAFT	United States	75/454,995	2,298,913	Registered	23-Mar-98	07-Dec-99
NAMEWORKS	United States	78/224800		Published	12-Mar-2003	
OFFICE HELPERS	United States	78/319198		Pending	27-Oct-2003	
OLD CRAFTSMAN	United States	74/278,805	1,762,894	Registered	27-May-92	06-Apr-93
PERENNIALS	United States	76/336518	2798591	Registered	09-Nov-2001	23-Dec-2003
PHOTO EXPRESSIONS	United States	73/435,326	1,292,215	Registered	20-Jul-83	28-Aug-84
POCKET BOOK (STYLIZED)	United States	74/525433	1950179	Registered	16-May-1994	23-Jan-1996
PORTABLES	United States	75/792,527	2,364,616	Registered	03-Sep-99	04-Jul-00
POSEYS	United States	75/487,949	2,268,808	Registered	01-May-98	10-Aug-99
PRETTY PORTABLES	United States	78/319217		Pending	27-Oct-2003	
RADIANCE	United States	76/077,705	2,560,182	Registered	22-Jun-00	09-Apr-02
RARE WOODS	United States	73/497,669	1,363,411	Registered	04-Sep-84	01-Oct-85
RARE WOODS & DESIGN	United States	73/703,054	1,530,885	Registered	28-Dec-87	21-Mar-89
REGAL	United States	72/333,572	917,181	Registered	25-Jul-69	27-Jul-71
ROMANTIC OCCASIONS	United States	75/486,346	2,247,793	Registered	18-May-98	25-May-99
SILHOUETTES	United States	75/459,619	2,300,824	Registered	31-Mar-98	14-Dec-99
STARDUST	United States	75/682,853	2,453,839	Registered	14-Apr-99	22-May-01
STATE STREET (STYLIZED)	United States	74/670,676	1,966,852	Registered	08-May-95	09-Apr-96
STATE STREET EXPRESSIONS (+)	United States	74/684354	2021750	Registered	05-Jun-1995	10-Dec-1996
STYLIZED I	United States	74/155068	1673488	Registered	08-Apr-1991	28-Jan-1992
TERRAGRAFICS	United States	73/121,800	1,079,906	Registered	06-Apr-77	20-Dec-77
THE CONTINENTAL MATTED SERIES	United States	74/077416	1648871	Registered	11-Jul-1990	25-Jun-1991
THE EARLY YEARS	United States	75/151,273	2,155,589	Registered	16-Aug-96	05-May-98
THE FRAME PEOPLE	United States	73/201,562	1,153,176	Registered	25-Jan-79	05-May-81

THE KEEPSAKE COLLECTION	United States	74/308012	1768680	Registered	27-Aug-1992	04-May-1993
TIARA	United States	74/305041	1780313	Registered	17-Aug-1992	06-Jul-1993
TIMELY DIMENSIONS	United States	73/260904	1182865	Registered	05-May-1980	22-Dec-1981
ULTIMIZER	United States	73/748,001	1,541,577	Registered	24-Aug-88	30-May-89
VICTORIAN TREASURES	United States	73/764,029	1,549,194	Registered	16-Nov-88	25-Jul-89
WINDSONG WOODS	United States	74/305040	1781461	Registered	17-Aug-1992	13-Jul-1993
WOOD CLASSICS	United States	74/077233	1659787	Registered	11-Jul-1990	08-Oct-1991
BURNES OF BOSTON	United States	76/412795		Pending	22-May-2002	
BURNES OF BOSTON	United States	76/412793		Pending	22-May-2002	

**TRADEMARK ASSIGNMENT AND AGREEMENT**

**THIS TRADEMARK ASSIGNMENT AND AGREEMENT** (this "Assignment") is effective as of April 9, 2004 by and among **INTERCRAFT COMPANY**, a Delaware corporation ("Assignor"), and **BURNES OPERATING COMPANY LLC**, a Delaware limited liability company ("Assignee"), and with respect to Paragraph 1 hereof only, **NEWELL RUBBERMAID, INC.**, a Delaware corporation, **GLOBAL HOME PRODUCTS LLC**, a Delaware limited liability company and **BURNES ACQUISITION INC.**, a Delaware limited liability company.

WHEREAS, the document attached hereto as Schedule A (the "Original Assignment") was recorded in the United States Patent and Trademark Office on or about May 6, 2004 at Reel/Fame No. 2849/0319;

WHEREAS, the parties hereto wish to treat the Original Assignment as null and void and to record in its place this Assignment;

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademark and service mark registrations and applications therefor listed in Schedule B hereto (collectively, the "Trademarks"); and

WHEREAS, Assignee wishes to acquire all of Assignor's right, title and interest in and to the Trademarks, and Assignor wishes to assign same to Assignee.

NOW, THEREFORE, for good and valuable consideration, the adequacy and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. The Original Assignment is void *ab initio* and Newell Rubbermaid, Inc., Global Home Products LLC and Burnes Acquisition Inc. disclaim and disavow any claim, right, title or interest in or to the Trademarks, and recognize Assignor as the owner thereof.
2. Assignor does hereby sell, convey, assign and transfer to Assignee its entire right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by such Trademarks, and all rights and privileges granted and secured thereby, including the full right to sue for past, present or future infringement of such Trademarks, these rights to be held and enjoyed by Assignee as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.
3. Assignor hereby covenants and agrees that it will execute and deliver, or cause to be executed and delivered, all documents and instruments reasonably required to effect this Assignment, and will take, or cause to be taken, at Assignee's expense, all such further or other actions, as Assignee may reasonably deem necessary or desirable to enable Assignee to enjoy, to the fullest extent, the right, title and interest herein conveyed.
4. The terms and covenants of this Assignment shall inure to the benefit of Assignee, its successors and assigns and other legal representatives, and shall be binding upon Assignor, its respective heirs, legal representatives and assigns.

5. Assignor hereby warrants and represents that it has not entered and will not enter into any assignment, contract, or understanding in conflict herewith.

6. Assignor hereby requests that the appropriate patent, trademark or other government offices record this Assignment and issue a new certificate of registration in Assignee's name.

IN TESTIMONY WHEREOF, the parties have executed this Assignment as of June 18, 2004 and this Agreement is effective as of April 13, 2004.

**ASSIGNOR:**

**INTERCRAFT COMPANY**

By:   
Name: Jeff Zappone  
Title: Treasurer and Chief Financial Officer

STATE OF NEW YORK )  
COUNTY OF NEW YORK ) SS

On this 10 day of June, 2004, Mr. Jeffrey Zappone, being personally known to me, appeared before me, a Notary Public in and for the County and State aforesaid, and being first duly sworn, said and acknowledged that, as such officer, he signed and delivered the foregoing instrument as the free and voluntary act of said corporation, all pursuant to authority given by the Board of Directors of said corporation.

SUBSCRIBED and SWORN TO  
before me this 10 day of June, 2004



**THOMAS W. CAPLIS**  
Notary Public, State of New York  
No. 01CA6024777  
Qualified in New York County  
Commission Expires May 17, 2007

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Kathryn T. Padley

312.220.0101

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**ASSIGNEE**

**BURNES OPERATING COMPANY LLC**

By: [Signature]

Name: Jeff Zappone

Title: Treasurer and Chief Financial Officer

STATE OF New York )

COUNTY OF Westchester ) SS

On this 10 day of June, 2004, Jeff Zappone, being personally known to me, appeared before me, a Notary Public in and for the County and State aforesaid, and being first duly sworn, said and acknowledged that, as such officer, he/she signed and delivered the foregoing instrument as the free and voluntary act of said corporation, all pursuant to authority given by the Board of Directors of said corporation.

SUBSCRIBED and SWORN TO  
before me this 10 day of June, 2004

[Signature]  
Notary Public

**THOMAS W. CAPLIS**  
Notary Public, State of New York  
No. 01CA6024777  
Qualified in New York County  
Commission Expires May 17, 2007

**OTHER PARTIES**

**NEWELL RUBBERMAID, INC.**  
(As to Paragraph 1 only)

By: [Signature]  
Name: Stuart I. Graff  
Title: Assistant Secretary

STATE OF Illinois  
COUNTY OF DuPage ) SS  
)

On this 18<sup>th</sup> day of June, 2004, Stuart I. Graff, being personally known to me, appeared before me, a Notary Public in and for the County and State aforesaid, and being first duly sworn, said and acknowledged that, as such officer, he signed and delivered the foregoing instrument as the free and voluntary act of said corporation, all pursuant to authority given by the Board of Directors of said corporation.

SUBSCRIBED and SWORN TO  
before me this 18<sup>th</sup> day of June, 2004  
Carol J. McKane  
Notary Public



Trademark Assignment and  
Agreement among Intercraft  
Company, Burnes Operating  
Company LLC, et al.



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Kathryn T. Padley

312.220.0101

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**GLOBAL HOME PRODUCTS LLC**  
(As to Paragraph 1 only)

By: [Signature]  
Name: Jeff Zappone  
Title: Treasurer and Chief Financial Officer

STATE OF New York )  
COUNTY OF New York ) SS

On this 10 day of June, 2004, Jeff Zappone, being personally known to me, appeared before me, a Notary Public in and for the County and State aforesaid, and being first duly sworn, said and acknowledged that, as such officer, he signed and delivered the foregoing instrument as the free and voluntary act of said corporation, all pursuant to authority given by the Board of Directors of said corporation.

**SUBSCRIBED and SWORN TO**  
before me this 10 day of June, 2004

[Signature]  
Notary Public

**THOMAS W. CAPLIS**  
Notary Public, State of New York  
No. 01CA6024777  
Qualified in New York County  
Commission Expires May 17, 2007

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Kathryn T. Padley

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**BURNES ACQUISITION INC.**  
(As to Paragraph 1 only)

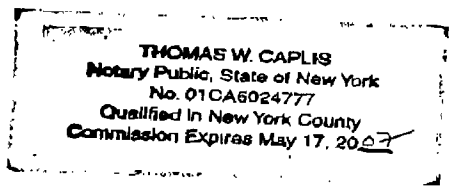
By: [Signature]  
Name: Jeff Zappone  
Title: Treasurer and Chief Financial Officer

STATE OF New York )  
COUNTY OF New York ) SS

On this \_\_\_\_ day of June, 2004, Jeff Zappone, being personally known to me, appeared before me, a Notary Public in and for the County and State aforesaid, and being first duly sworn, said and acknowledged that, as such officer, he signed and delivered the foregoing instrument as the free and voluntary act of said corporation, all pursuant to authority given by the Board of Directors of said corporation.

**SUBSCRIBED and SWORN TO**  
before me this \_\_\_\_ day of June, 2004

[Signature]  
Notary Public



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**SCHEDULE A**

See Attached

A-1

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