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Attorney Docket No.: QTL-00700

RECORDATION FORM COVER SHEETCE PATENTS ONLY	
Assistant Commissioner for Patents BOX ASSIGNMENTS Washington, D.C. 20231	
Sir:	
Please record the attached original documents or copy thereof.	
Name of conveying party(ies):	2. Name and address of receiving party(ies):
Linda Weill Box 1606 San Anselmo, CA 94960 Jay Weill Box 1606 San Anselmo, CA 94060	QTL Corporation, d/b/a discount School Supply 1353 Dayton Street Salinas, CA 93901
San Anselmo, CA 94960 3. Nature of conveyance: X Assignment Merger	
Security Agreement Change of Name Other: Execution Date: 05/29/98	
4. Identification of patent/patent application:	
This document is being filed together with a new application, the execution date of the application is: Patent Application Serial No.(s): filed on U.S. Patent No.(s): 4,597,997 issued on July 1, 1986. Additional numbers attached.	
5. Direct all future correspondence concerning this document to:	9. Payment of fees:
Jonathan O. Owens HAVERSTOCK & OWENS LLP 260 Sheridan Avenue, Suite 420 Palo Alto, CA 94306	X Check(s) in the amount of \$40.00 enclosed.
6. Total number of patents/patent applications involved: 1.	
7. X A return receipt postcard is attached.	
8 Other: Specify	
10. 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. 3/30/1999 DIGUYEN 00000121 4597997	
FC:581 40.00 P Dated: March 17, 1999 By: Jonathan O. Owens Reg. No.: 37,902	
Total number of pages including cover sheet, attachments, and documents: 2	

ASSIGNMENT

THIS ASSIGNMENT is executed this 29th day of May, 1998, by Linda Weill and Jay weill (collectively known as "Assignors").

WITNESSETH

WHEREAS, Assignor are owner of Unites States Patent No. 4,597,997, issued July 1, 1986 and entitled, FOAM PAINT SET (the "Patent").

WHEREAS, QTL Corporation, d/b/a Discount School Supply, a California Corporation ("Assignee") is desirous of acquiring the Patent.

NOW THEREFORE for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties, Assignors do hereby assign to Assignee all right, title and interest in and to the Patent.

Assignors

Name: Linda Weill

Vame:

STATE OF California COUNTY OF Sente Clara

May 29, 1998 before me, Thomas B. Haverstock

personally appeared.

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose names are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

RECORDED: 03/24/1999

SEAL Signature of Notary Public

Thomas B. 20 1

PATENT REEL: 9845 FRAME: 0126