



RECORDATION FORM COVER SHEET PATENTS ONLY		U.S. Department of Commerce Patent and Trademark Office <b>PATENT</b>	
<b>TO:</b> The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).			
<b>Submission Type</b> <input type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # <input type="checkbox"/> Correction of PTO Error Reel #                  Frame # <input checked="" type="checkbox"/> Corrective Document Reel #014876        Frame #0161		<b>Conveyance Type</b> <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other: Correction of Conveying Party name and Receiving Party location	
<b>Conveying Party(ies)</b> 1. PENCIL, Brad A. 2. LEOPARDO, James A. 3. 4. 5. 6. <input type="checkbox"/> Mark if Additional Names of Conveying Parties Attached		<b>Execution Date(s)</b> December 19, 2003 December 19, 2003	
<b>Receiving Party</b> Name                  OUT OF THE BOX Name Address              5200 Prairie Stone Parkway Address Address              Hoffman Estates                  Illinois                  60192 State/Country                  Zip Code <input type="checkbox"/> Mark if Additional Names of Receiving Parties Attached			
<b>Correspondent Name and Address</b> Charles H. Mottier, Reg. No. 30,874 Leydig, Voit & Mayer, Ltd. Two Prudential Plaza, Suite 4900 Chicago, Illinois 60601-6780		Telephone: (312) 616-5600 Facsimile: (312) 616-5700 Attorney Docket No. 225740	
<b>Pages</b> Enter the total number of pages of the attached conveyance document including any attachments: <b>2</b> <input type="checkbox"/> Mark if additional numbers attached			
<b>Application Number(s) or Patent Number(s)</b> <i>Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).</i>			
<b>Patent Application Numbers</b>		<b>Patent Numbers</b>	
10/428,236			
If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.			Month Day Year
<b>Patent Cooperation Treaty (PCT)</b> Enter PCT application number <i>only</i> if a U.S. Application Number has not been assigned.			
PCT		PCT	PCT
PCT		PCT	PCT
<b>Number of Properties</b> Enter the total number of properties involved: <b>1</b>			
<b>Fee Amount</b> Fee Amount for Properties Listed (37 CFR 3.41): \$40.00 Method of Payment: <input type="checkbox"/> Enclosed is a check in the amount of <input checked="" type="checkbox"/> Charge Deposit Account No. 12-1216 Authorization to Charge Additional Fees to Deposit Account No. 12-1216: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
<b>Statement and Signature</b> 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. Charges to deposit account are authorized, as indicated herein.			
Charles H. Mottier, Reg. No. 30,874		August 2, 2004	
Name of Person Signing		Signature	
		Date	

CH	\$40.00	121216	10428236
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01-15-2004

01-15-2004  <b>RECEIVED</b> 102646448		U.S. Department of Commerce Patent and Trademark Office <b>PATENT</b> Original document(s) or copy(ies).	
TO: The Commissioner of Patents and Trademarks			
<b>Submission Type</b> <input type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # <input type="checkbox"/> Correction of PTO Error Reel #                  Frame # <input checked="" type="checkbox"/> Corrective Document Reel #014036      Frame #0738		<b>Conveyance Type</b> <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:	
<b>Conveying Party(ies)</b> 1. PENCIL, Brad A. 2. LEOPARDO, James A. 3. 4. 5. 6. <input type="checkbox"/> Mark if Additional Names of Conveying Parties Attached		<b>Execution Date(s)</b> December 19, 2003 December 19, 2003	
<b>Receiving Party</b> Name                  OUT OF THE BOX Name Address                5200 Prairie Stone Parkway Address Address                Hoffman Estates                  Illinois                  60192 City                                  State/Country                  Zip Code <input type="checkbox"/> Mark if Additional Names of Receiving Parties Attached			
<b>Correspondent Name and Address</b>  Charles H. Mottier, Reg. No. 30,874 Leydig, Voit & Mayer, Ltd. Two Prudential Plaza, Suite 4900 Chicago, Illinois 60601-6780		Telephone: (312) 616-5600 Facsimile: (312) 616-5700 Attorney Docket No. 225740	
<b>Pages</b> Enter the total number of pages of the attached conveyance document including any attachments: <span style="float: right;">2</span>			
<b>Application Number(s) or Patent Number(s)</b> <span style="float: right;"><input type="checkbox"/> Mark if additional numbers attached</span> <small>Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).</small>			
<b>Patent Application Numbers</b>		<b>Patent Numbers</b>	
10/428,236			
If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.			Month Day Year
<b>Patent Cooperation Treaty (PCT)</b> Enter PCT application number <i>only</i> if a U.S. Application Number has not been assigned.			
		PCT	PCT
		PCT	PCT
		PCT	PCT
<b>Number of Properties</b>		Enter the total number of properties involved: <span style="float: right;">1</span>	
<b>Fee Amount</b> Fee Amount for Properties Listed (37 CFR 3.41): \$40.00  Method of Payment: <input type="checkbox"/> Enclosed is a check in the amount of <input checked="" type="checkbox"/> Charge Deposit Account No. 12-1216 Authorization to Charge Additional Fees to Deposit Account No. 12-1216: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
<b>Statement and Signature</b> 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. Charges to deposit account are authorized, as indicated herein.			
Charles H. Mottier, Reg. No. 30,874 Name of Person Signing		 Signature	
		January 9, 2004 Date	

01/14/2004 LMUELLER 00000298 121216 10428236

01 5C:8021

40.00 DA

**PATENT**  
**REEL: 015095 FRAME: 0897**

**PATENT**  
Attorney Docket No. 225740  
Former Attorney Docket No. OTB 03007

Leydig, Voit & Mayer, Ltd.  
Two Prudential Plaza, Suite 4900  
180 North Stetson Avenue  
Chicago, Illinois 60601-6780

### **ASSIGNMENT**

**WHEREAS, WE**, Brad A. Pencil and James A. Leopardo, of 301 Clear Sky Trail, Lake in the Hills, Illinois 60156 and 53 South Wynstone Drive, North Barrington, Illinois 60010, respectively, have invented and own a certain invention entitled:

### **DIGITAL SPORTS POP-UP**

for which invention we have executed an application (provisional or non-provisional) for a U.S. patent, which was filed on May 2, 2003, under U.S. Application No. 10/428,236, and

**WHEREAS, OUT OF THE BOX**, of 5200 Prairie Stone Parkway, Hoffman Estates, Illinois 60192 (hereinafter referred to as Assignee), is desirous of acquiring the entire domestic and foreign right, title, and interest in and under the invention described in the patent application.

**NOW, THEREFORE**, for good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, we assign and transfer to the Assignee and the Assignee's legal representatives, successors and assigns the full and exclusive rights in and to the invention in the U.S. and every foreign country and the entire right, title, and interest in and to the patent application and other such applications (e.g., provisional applications, non-provisional applications, continuations, continuations-in-part, divisionals, reissues, reexaminations, National phase applications, including petty patent applications, and utility model applications) that may be filed in the United States and every foreign country on the invention, and the patents, extensions, or derivations thereof, both foreign and domestic, that may issue thereon, and we do hereby authorize and request the Commissioner of Patents to issue U.S. patents to the above-mentioned Assignee agreeably with the terms of this assignment document.

**WE HEREBY AUTHORIZE** the Assignee to insert in this assignment document the filing date and application number of the application if the date and number are unavailable at the time this document is executed.

**UPON SAID CONSIDERATION**, we convey to the Assignee the right to make application in its own behalf for protection of the invention in the U.S. and countries foreign to the U.S. and to claim under the Patent Cooperation Treaty, the International Convention and/or other international arrangement for any such application the date of the U.S. application (or any other application on the invention) to gain priority with respect to other applications.

**WE DO HEREBY COVENANT** and agree with the Assignee that we will not execute any writing or do any act whatsoever conflicting with the terms of this assignment document set forth herein, and that we will at any time upon request, without further or additional consideration, but at the expense of the Assignee, execute such additional assignments and other writings and do such additional acts as the Assignee may deem necessary or desirable to perfect the Assignee's enjoyment of this assignment, and render all necessary assistance in making

In re Appln. of Pencil et al.  
Attorney Docket No. 225740

application for and obtaining original, continuation, continuation-in-part, divisional, reissued, reexamined, and National phase patents of the U.S. or of any and all foreign countries on the invention, and in enforcing any rights or choses in action accruing as a result of such applications or patents, and by executing statements and other affidavits, it being understood that the foregoing covenant and agreement shall bind, and inure to the benefit of, the assigns and legal representatives of all parties hereto.

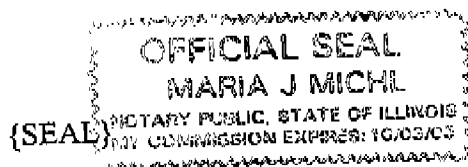
IN WITNESS WHEREOF, we have hereunder set our hands on the dates shown below.

Date 12.19.03

[Signature]  
Brad A. Pencil

STATE OF Illinois)  
COUNTY OF DePue) SS:

On this 19th day of December, 2003, before me, a Notary Public in and for said county, appeared Brad A. Pencil, who is personally known to me to be the same person whose name is subscribed to the foregoing assignment document, and acknowledged that he/she signed and delivered the document as his/her free and voluntary act for the uses and purposes therein set forth.



[Signature]  
Notary Public

My Commission Expires: 10/03/05

Date 12-19-03

[Signature]  
James A. Leopardo

STATE OF Illinois)  
COUNTY OF Cook) SS:

On this 19th day of December, 2003, before me, a Notary Public in and for said county, appeared James A. Leopardo, who is personally known to me to be the same person whose name is subscribed to the foregoing assignment document, and acknowledged that he/she signed and delivered the document as his/her free and voluntary act for the uses and purposes therein set forth.



[Signature]  
Notary Public

My Commission Expires: 5/25/2004

**UNITED STATES PATENT AND TRADEMARK OFFICE**UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND  
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

JULY 21, 2004

PTAS



\*102646448A\*

LEYDIG VOIT & MAYER, LTD.  
CHARLES H. MOTTIER  
2 PRUDENTIAL PLAZA  
SUITE 4900  
CHICAGO, IL 60601-6780**UNITED STATES PATENT AND TRADEMARK OFFICE  
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF  
THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS  
AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER  
REFERENCED BELOW.PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE  
INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA  
PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD  
FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY  
CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.  
PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE,  
ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY,  
SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 01/13/2004

REEL/FRAME: 014876/0161  
NUMBER OF PAGES: 3BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).  
DOCKET NUMBER: 225740

ASSIGNOR:

~~PENCIL~~, BRAD A.

DOC DATE: 12/19/2003

**PENCIL**

ASSIGNOR:

LEOPARDO, JAMES A.

DOC DATE: 12/19/2003

ASSIGNEE:

OUT OF THE BOX  
5200 ~~PRAIRIE~~ STONE PARKWAY  
HOFFMAN ESTATES, ILLINOIS 60192**PRAIRIE**

SERIAL NUMBER: 10428236

FILING DATE: 05/02/2003

PATENT NUMBER: 6761612

ISSUE DATE: 07/13/2004

TITLE: DIGITAL SPORTS POP-UP

**JMG****LLP****PATENT****REEL: 015095 FRAME: 0900**

014876/0161 PAGE 2

TONYA LEE, EXAMINER  
ASSIGNMENT DIVISION  
OFFICE OF PUBLIC RECORDS



UNITED STATES DEPARTMENT OF COMMERCE  
Patent and Trademark Office  
ASSISTANT SECRETARY AND COMMISSIONER  
OF PATENTS AND TRADEMARKS  
Washington, D.C. 20231



\*700104963\*

AUGUST 27, 2004

PTAS

LEYDIG, VOIT & MAYER, LTD.  
CHARLES H. MOTTIER  
TWO PRUDENTIAL PLAZA, SUITE 4900  
CHICAGO, IL 60601-6780

UNITED STATES PATENT AND TRADEMARK OFFICE  
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 700104963

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

1. THE DOCUMENT SUBMITTED FOR RECORDING IS NOT ACCEPTABLE. TO RECORD A DOCUMENT IN THE ASSIGNMENT DIVISION, A COMPLETE COVER SHEET MUST ACCOMPANY THE DOCUMENT OR A COVER SHEET OUTLINING THE REQUIREMENTS FOR RECORDING AS SET FORTH IN TITLE 37 CFR 3.11 MUST BE PRESENT.

LEYDIG, VOIT & MAYER  
RECEIVED

AUG 30 2004

9-26-04

LAH

JMG

PATENT

REEL: 015095 FRAME: 0902

ASSIGNMENT DIVISION  
OFFICE OF PUBLIC RECORDS



**PATENT**  
Attorney Docket No. 225740

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

In re Application of:

PENCIL et al.

Application No. 10/428,236  
Patent No. 6,761,612

Art Unit: 3712

Examiner: Unassigned

Filed: May 2, 2003

For: DIGITAL SPORTS POP-UP

**REQUEST FOR CORRECTED  
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**

U.S. Patent and Trademark Office  
Assignment Division, Box Assignments, CG-4  
Suite 320  
1213 Jefferson Davis Hwy  
Washington, D.C. 20231

Dear Sir:

Applicant(s) respectfully request that a corrected version of the Notice of Recordation of Assignment Document (copy enclosed) be issued for the above-identified application to correct the following errors:

The name of the first Assignor of the Notice of Recordation of Assignment Document which reads "PENCILE, BRAD A." should read --PENCIL, BRAD A.--.

The street address of the Assignee of the Notice of Recordation of Assignment Document which reads "PRARIE STONE PARKWAY" should read --PRAIRIE STONE PARKWAY--.


Please enter the corrections as noted on the enclosed copy of the Notice of Recordation and Assignment Document.

**PATENT**  
**REEL: 015095 FRAME: 0904**

In re Appln. of PENCIL et al.  
Application No. 10/428,236

The Commissioner of Patents is hereby authorized to charge any fee that may be required to Deposit Account No. 12-1216. A duplicate copy of this communication is enclosed for that purpose.

Respectfully submitted,

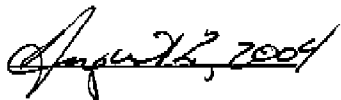
  
Charles H. Mottier, Reg. No. 30,874  
One of the Attorneys for Applicant(s)  
LEYDIG, VOIT & MAYER, LTD.  
Two Prudential Plaza, Suite 4900  
180 North Stetson  
Chicago, Illinois 60601-6780  
(312) 616-5600 (telephone)  
(312) 616-5700 (facsimile)

Date: August 2, 2004

CERTIFICATE OF MAILING

I hereby certify that this REQUEST FOR CORRECTED NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT (along with any documents referred to as being attached or enclosed) is being deposited with the United States Postal Service on the date shown below with sufficient postage as first class mail in an envelope addressed to: U.S. Patent and Trademark Office, Assignment Division, Box Assignments, CG-4, Suite 320, 1213 Jefferson Davis Hwy, Washington, D.C. 20231, on the date indicated.

Date:





**PATENT**  
Attorney Docket No. 225740

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

In re Application of:

PENCIL et al.

Art Unit: 3712

Application No. 10/428,236

Patent No. 6,761,612

Examiner: Unassigned

Filed: May 2, 2003

For: DIGITAL SPORTS POP-UP

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The street address of the Assignee of the Notice of Recordation of Assignment Document which reads "PRARIE STONE PARKWAY" should read --PRAIRIE STONE PARKWAY--.

Please enter the corrections as noted on the enclosed copy of the Notice of Recordation and Assignment Document.

**PATENT**  
**REEL: 015095 FRAME: 0906**

In re Appln. of PENCIL et al.  
Application No. 10/428,236

The Commissioner of Patents is hereby authorized to charge any fee that may be required to Deposit Account No. 12-1216. A duplicate copy of this communication is enclosed for that purpose.

Respectfully submitted,



Charles H. Mottier, Reg. No. 30,874  
One of the Attorneys for Applicant(s)  
LEYDIG, VOIT & MAYER, LTD.  
Two Prudential Plaza, Suite 4900  
180 North Stetson  
Chicago, Illinois 60601-6780  
(312) 616-5600 (telephone)  
(312) 616-5700 (facsimile)

Date: August 2, 2004

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Date:

August 2, 2004



LAW OFFICES  
**LEYDIG, VOIT & MAYER, LTD.**  
TWO PRUDENTIAL PLAZA, SUITE 4900  
CHICAGO, ILLINOIS 60601-6780

TELEPHONE: (312) 616-5600

TELECOPY: (312) 616-5700 (G3)  
(312) 849-0495 (G4)**FACSIMILE COVER SHEET**

DATE: AUGUST 31, 2004

NUMBER OF PAGES (INCLUDING  
THIS TRANSMITTAL COVER SHEET): 13

OUR REFERENCE: 225740

FROM: CHARLES H. MOTTIER/ KAS  
REGISTRATION NO. 30,874

DIRECT LINE: (312) 616-5645

**To:**

U.S. PATENT AND TRADEMARK OFFICE  
ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4  
1213 JEFFERSON DAVIS HWY  
SUITE 320  
WASHINGTON, D.C. 20231

FACSIMILE NUMBER: (703) 306-5995

IN RE APPLN. OF: PENCIL ET AL  
APPLICATION NO. 10/428,236  
FILED: MAY 2, 2003  
FOR: DIGITAL SPORTS POP-UP

ATTORNEY DOCKET: 225740

**ATTACHED PLEASE FIND THE FOLLOWING DOCUMENTS:**

RECORDATION FORM COVER SHEET [1 PAGE]  
ORIGINAL RECORDATION FORM COVER SHEET [1 PAGE]  
ASSIGNMENT [2 PAGES]  
COPY OF NOTICE OF RECORDATION OF ASSIGNMENT WITH HIGHLIGHTED ERRORS [2 PAGES]  
NOTICE OF NON-RECORDATION - DOCUMENT ID NO. 700104963 [2 PAGES]  
REQUEST FOR CORRECTED RECORDATION OF ASSIGNMENT [2 PAGES (IN DUPLICATE)]

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**PATENT****RECORDED: 08/31/2004****REEL: 015095 FRAME: 0908**