

06-04-1998

SUBSTITUTE FORM PTO 1594
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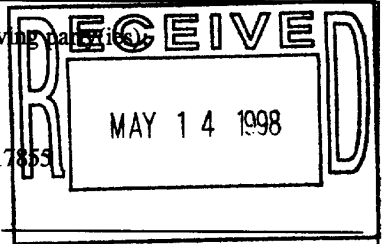
U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



100727695

To the Honorable Commission

attached original documents or copy thereof.



1. Name of conveying party(ies):

Newco, Inc.

- Individual(s)
- General Partnership
- Corporation-Wisconsin
- Other _____
- Association
- Limited Partnership

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

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other: _____
- Merger
- Change of Name

Execution Date: May 11, 1998

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

Playworld Systems, Inc.
315 Cherry Street
New Berlin, Pennsylvania 17855

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation: Pennsylvania
- Other: _____

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) & addresses attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):

B. Trademark Reg. No.(s): 1,770,220

Additional numbers attached Yes No

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

Camille M. Miller, Esq.
Seidel, Gonda, Lavorgna & Monaco, P.C.
Suite 1800 Two Penn Center Plaza
Philadelphia, PA 19102

Attorney Docket No. 9185-G

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41)

\$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: 19-1135

DO NOT USE THIS SPACE

9. 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.

CAMILLE M. MILLER

Name of Person Signing

Signature

12 May 1998

Date

Total number of pages including cover sheet, attachments and document: 3

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

100727695
MAY 14 1998
40.00 CH
JUN 15 1998
01-FC-401

TRADEMARK
REEL: 1735 FRAME: 0371

TRADEMARK ASSIGNMENT

WHEREAS, Newco, Inc., a corporation organized and existing under and by virtue of the laws of the State of Wisconsin, having its business address at 1212 Barberrry Drive, Janesville, Wisconsin 53545, has adopted, used and is using the trademark CHALLENGER to identify kits for building outdoor play equipment for children for use in the residential market; and

WHEREAS, Newco, Inc. is the owner of Registration No. 1,770,220, issued by the United States Patent and Trademark Office on May 11, 1993 for the mark CHALLENGER for kits for building outdoor play equipment for children, namely, climbing units consisting of hardwood dowels, climbing rope, tarp, pole clamp, swinging bridge, hardware and assembly plan; and

WHEREAS, Playworld Systems, Inc., a corporation organized and existing under and by virtue of the laws of the State of Pennsylvania, having its business address at 315 Cherry Street, New Berlin, Pennsylvania 17855, has adopted, used and is using the trademark CHALLENGER to identify playground equipment for use in the commercial market and is desirous of acquiring all right, title and interest in the trademark CHALLENGER, the registration thereof, and the goodwill of the business associated therewith;

NOW, THEREFORE, pursuant to the terms of a Settlement Agreement between Newco, Inc. and Playworld Systems, Inc., and in consideration of and in exchange for the sum of \$1.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, Newco, Inc. does hereby sell, assign, transfer and set over to Playworld Systems, Inc. the entire right, title and interest in and to said trademark, and to the registration referred to above, together with the goodwill of the business associated with said trademark.

NEWCO, INC.

Dated: 5-11-98

By: John E. Caldwell
Name: John E. Caldwell
Title: President

STATE OF WISCONSIN)
) ss.
COUNTY OF ROCK)

John E. Caldwell, known to me and known by me to be the President of Newco, Inc., personally appeared and acknowledged that he executed the foregoing Trademark Assignment on behalf of Newco, Inc. and pursuant to authority duly received.

Subscribed and sworn to before me this 11 day of May, 1998.

Caso Dietz-Turner
Notary Public, State of Wisconsin
My Commission: 10-15-00

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized representatives.

PLAYWORLD SYSTEMS, INC.

Dated: 4/28/98

By: *[Signature]*
(Signature)

Name: Dale L. Miller

Title: President

NEWCO, INC.

Dated: 4/21/98

By: *[Signature]*
(Signature)

Name: JOHN CALDWELL

Title: President