

06-17-1999



101067375

MD 6-1-99

To the _____ rec:

1. Name: **FLEER corp. SKYBOX INTERNATIONAL, INC.**

Inc
 Gen _____ :ship
 Corporation-DE
 Other _____

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date April 20, 1999

ing party(ies):

Name: FLEER/SKYBOX INTERNATIONAL LP

Internal Address: _____

Street Address: Executive Plaza, Suite 300, 1120 Route 73

City: Mt. Laurel State: NJ ZIP: 08054

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation of Pennsylvania _____
 other _____

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):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s) B. Trademark Registration No.(s)

SEE REGISTRATION NOS. AND APPLICATION NOS. ON EXHIBIT "A" ATTACHED HERETO

Additional Application/Registration Numbers attached? Yes No

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

Name: ROGER W. HERRELL

Address: DANN, DORFMAN, HERRELL AND SKILLMAN, P.C.
1601 Market Street, Suite 720
Philadelphia, Pennsylvania 19103-2307

Telephone: (215) 563-4100 Facsimile: (215) 563-4044

6. Total number of applications and registrations involved:..... 147

7. Total Fee (37 CFR 3.41).....\$ 3,690.00

Enclosed
 Authorized to be charged to deposit account

8. In the event a fee is required and is not enclosed, or the check enclosed is improper, or the fee calculation is in error, the Commissioner is authorized to charge any underpayment or credit any overpayment to the account of the undersigned attorneys.

Deposit Account Number: 04-1406

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.

ROGER W. HERRELL
 Name of Attorney Signing

Signature of Attorney

May 27, 1999
 Date

Total number of pages including cover sheet, attachments and document: 4

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
 06/17/1999 DNGUYEN 00000081 75540763 Commissioner of Patents and Trademarks
 Box Assignments
 Washington, DC 20231

01 FC:481 40.00 DP
 02 FC:482 3650.00 DP

Fleer Corporation
TRADEMARKS

Trademark Report by Mark
 Status: ACTIVE

Printed: 01/13/1999 Page 1

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<i>Next Action Due</i>							
3-D's							
UNITED STATES	T02257US0	08/20/1998	75/540,763			PENDING	16
	08/20/1999 STATUS CHECK						
ACCESS							
UNITED STATES	T00131US0	09/04/1996	75/160,226			PENDING	16
AUTOGRAPHICS							
UNITED STATES	T01684US0			07/22/1997	2,082,492	REGISTERED	16
	07/22/2003 AFFIDAVIT OF USE						
AUTUMN EXCELLENCE							
UNITED STATES	T02258US0	08/20/1998	75/540,796			PENDING	16
BACK-SLAPPER							
UNITED STATES	T00758US0			07/18/1967	832,224	REGISTERED	16
	07/18/2007 RENEWAL						
BASEBALL'S BEST							
UNITED STATES	T02058US0	04/13/1998	75/467,387			PENDING	16
	04/29/1999 RESPONSE TO OA						
CANVAS							
UNITED STATES	T00209US0	01/16/1996	75/043,552	09/16/1997	2,098,203	REGISTERED	16
	09/16/2003 AFFIDAVIT OF USE						
CARTOON CHARACTER DESIGN							
UNITED STATES	T00535US0	06/08/1994	535,785	01/16/1996	1,948,112	REGISTERED	16
	01/16/2002 AFFIDAVIT OF USE						
CHAMPIONS IN ACTION AND DESIGN							
UNITED STATES	T00152US0	04/02/1996	75/082,599	08/05/1997	2,085,556	REGISTERED	16
	08/05/2003 AFFIDAVIT OF USE						
CIRCA							
UNITED STATES	T00134US0	09/04/1996	75/160,869	03/03/1998	2,140,245	REGISTERED	16
	03/03/2004 AFFIDAVIT OF USE						
COURT MASTERS							
UNITED STATES	T02080US0	04/23/1998	75/473,317			PENDING	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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Next Action Due

D'STROYERS

UNITED STATES	T02256US0	08/20/1998	75/540,754			PENDING	16
	08/20/1999 STATUS CHECK						

DAMAGE, INC.

UNITED STATES	T02265US0	08/20/1998	75/539,373			PENDING	16
	08/20/1999 STATUS CHECK						

DIAMOND INK & DESIGN

UNITED STATES	T01916US0	11/03/1997	75/383,279			ALLOWED	28
	04/27/1999 STATEMENT OF USE						

UNITED STATES	T01916US1	11/03/1997	75/383,295			PENDING	35
	05/17/1999 NOTICE OF ALLOWANCE						

DIAMOND STANDOUTS

UNITED STATES	T02209US0	06/16/1998	75/503,533			PENDING	16
	06/16/1999 STATUS CHECK						

DIAMOND TRIBUTE

UNITED STATES	T00608US0	02/26/1996	75/061,997	01/07/1997	2,028,948	REGISTERED	16
	01/07/2003 AFFIDAVIT OF USE						

DUGOUT AXCESS

UNITED STATES	T01241US0	06/20/1997	75/312,409			ALLOWED	16
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E MOTION

EUROPEAN UNION (CT	T00874EU0	04/01/1996	165175			PENDING	9,16,28
	04/01/2006 RENEWAL						

UNITED STATES	T00874US0			06/03/1997	2,067,632	REGISTERED	16
	06/03/2003 AFFIDAVIT OF USE						

E-X CENTURY

UNITED STATES	T02407US0	12/22/1998	75/611,093			PENDING	16
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EDITOR'S CHOICE

UNITED STATES	T02065US0	04/13/1998	75/467,035			PENDING	16
	04/13/1999 STATUS CHECK						

EXCEL

EUROPEAN UNION (CT	T00169EU0	04/01/1996	169360			PENDING	9,16,28
	01/18/1999 COOLING OFF PERIOD						

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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Next Action Due

EXCEL continued...

UNITED STATES	T00169US0	09/26/1991	207,151	11/02/1993	1,802,691	REGISTERED	16
		11/02/1999 AFFIDAVIT OF USE					

EXTRA BASES

UNITED STATES	T00470US0	07/20/1994	74/551,545	07/04/1995	1,902,714	REGISTERED	16
		07/04/2001 AFFIDAVIT OF USE					

EXTRA EDITION

UNITED STATES	T02082US0	04/23/1998	75/473,103			PENDING	16
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FIRST EDITION

UNITED STATES	T02353US0	08/20/1998	75/540,770			PENDING	16
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FLAIR

AUSTRALIA	T00167AU0	10/20/1994	643705	07/03/1996	643705	REGISTERED	16
		07/03/1999 PROOF OF USE					

CANADA	T00167CA0	05/11/1995	782,655	08/09/1996	461,047	REGISTERED	16
		08/09/1999 PROOF OF USE					

EUROPEAN UNION (CT	T00167EU0	04/01/1996	165275			PENDING	9,16,28
		04/01/2006 RENEWAL					

JAPAN	T00167JP0	03/26/1996	31236/1996			PENDING	16
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NEW ZEALAND	T00167NZ0	10/20/1994	242132	04/21/1997	242132	REGISTERED	16
		10/20/2001 RENEWAL					

UNITED STATES	T00167US0	09/26/1991	207,129	05/10/1994	1,836,149	REGISTERED	16
		05/10/2000 AFFIDAVIT OF USE					

FLAIR SHOWCASE

AUSTRALIA	T02200AU0	07/17/1998	767807			PENDING	16
		07/17/2003 PROOF OF USE					

CANADA	T02200CA0	07/23/1998	885,126			PENDING	16
		01/23/2000 STATUS CHECK					

EUROPEAN UNION (CT	T02200EU0	07/02/1998	866707			PENDING	
		07/02/2008 RENEWAL					

HONG KONG	T02200HK0	07/04/1998	98 08677			PENDING	16
		01/04/2000 STATUS CHECK					

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<i>Next Action Due</i>							
<i>FLAIR SHOWCASE continued . . .</i>							
PHILIPPINES	T02200PH0	07/16/1998	05207			PENDING	16
	<i>07/16/2001 DECL. OF ACTUAL USE</i>						
SOUTH KOREA	T02200KR0	07/24/1998	98-18838			PENDING	16
	<i>01/24/2000 STATUS CHECK</i>						
TAIWAN	T02200TW0	07/28/1998	87036505			PENDING	16
	<i>01/08/1999 SUBMIT AFFIDAVIT</i>						
UNITED STATES	T02200US0	06/11/1998	75/500,583			PENDING	16
FLEER							
AUSTRALIA	T00075AU0	09/21/1993	612020	07/10/1995	B612020	REGISTERED	16
	<i>09/21/2000 RENEWAL</i>						
CANADA	T00075CA0	07/23/1998	885,127			PENDING	16
	<i>01/23/2000 STATUS CHECK</i>						
CHINA	T00075CN0	07/22/1998	9800082404			PENDING	16
	<i>01/22/2000 STATUS CHECK</i>						
EUROPEAN UNION (CT	T00075EU0	04/01/1996	168336			PENDING	09,16,28
	<i>04/01/2006 RENEWAL</i>						
HONG KONG	T00075HK0	07/04/1998	98 08678			PENDING	16
	<i>01/04/2000 STATUS CHECK</i>						
JAPAN	T00075JP0	03/26/1996	31235/96	06/05/1998	4,153,886	REGISTERED	16
	<i>06/05/2008 RENEWAL</i>						
NEW ZEALAND	T00075NZ0	09/21/1993	230324	09/21/1993	230324	REGISTERED	16
	<i>09/21/2000 RENEWAL</i>						
PHILIPPINES	T00075PH0	07/08/1998	04945			PENDING	16
	<i>07/08/2001 DECL. OF ACTUAL USE</i>						
SOUTH KOREA	T00075KR0	07/24/1998	98-18837			PENDING	16
	<i>01/24/2000 STATUS CHECK</i>						
TAIWAN	T00075TW0	07/28/1998	87036504			PENDING	16
	<i>01/08/1999 SUBMIT AFFIDAVIT</i>						
UNITED STATES	T00075US0	06/20/1990	070,928	10/29/1991	1,662,637	REGISTERED	30
	<i>10/29/2001 RENEWAL</i>						
UNITED STATES	T00075US1	06/20/1990	74/070,912	01/07/1992	1,671,098	REGISTERED	16
	<i>01/07/2002 RENEWAL</i>						

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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*Next Action Due***FLEER MISCELLANEOUS DESIGN (Blue diamond with football)**

UNITED STATES	T01701US0	10/08/1997	75/370,263			ALLOWED	16	
	04/27/1999 STATEMENT OF USE							

FLEER MISCELLANEOUS DESIGN (blue diamond with baseball)

UNITED STATES	T01702US0	10/08/1997	75/370,144			ALLOWED	16	
	04/20/1999 STATEMENT OF USE							

FLEER MISCELLANEOUS DESIGN (Blue Diamond with basketball)

UNITED STATES	T01699US0	10/08/1997	75/370,145			ALLOWED	16	
	06/01/1999 STATEMENT OF USE							

FLEER MISCELLANEOUS DESIGN (blue diamond with puck)

UNITED STATES	T01700US0	10/08/1997	75/370,057			ALLOWED	16	
	06/01/1999 STATEMENT OF USE							

FLEER Miscellaneous Design (Thanks a Million...)

UNITED STATES	T00154US2	06/12/1996	75/117,983	04/29/1997	2,057,414	REGISTERED	16	
	04/29/2003 AFFIDAVIT OF USE							

FLEER TRADITION

UNITED STATES	T02077US0	04/23/1998	75/473,102			PENDING	16
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FLEER ULTRA

AUSTRALIA	T00168AU0	09/21/1993	612022	07/10/1995	8612022	REGISTERED	16	
	09/21/2000 RENEWAL							
CANADA	T00168CA0	05/11/1995	782,654	04/29/1997	475,378	REGISTERED	16	
	04/29/2000 PROOF OF USE							
EUROPEAN UNION (CT	T00168EU0	04/01/1996	165431			PENDING	09,16,28	
	04/01/2006 RENEWAL							
HONG KONG	T00168HK0	07/04/1998	98 08675			PENDING	16	
	01/04/2000 STATUS CHECK							
JAPAN	T00168JP0	03/26/1996	31237/96	06/05/1998	4,153,887	REGISTERED	16	
	06/05/2008 RENEWAL							
NEW ZEALAND	T00168NZ0	09/21/1993	230325	09/21/1993	230325	REGISTERED	16	
	09/21/2000 RENEWAL							
PHILIPPINES	T00168PH0	07/08/1998	04944			PENDING	16	
	07/08/2001 DECLARATION OF USE							

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<i>Next Action Due</i>							
FLEER ULTRA continued . . .							
SOUTH KOREA	T00168KR0	07/24/1998	98-18840			PENDING	16
	01/24/2000 STATUS CHECK						
TAIWAN	T00168TW0	07/28/1998	87036507			PENDING	16
UNITED STATES	T00168US0	04/23/1991	160,083	01/11/1994	1,816,398	REGISTERED	16
	01/11/2000 AFFIDAVIT OF USE						
FLEER ULTRA TEAM							
JAPAN	T00170JP0	03/26/1996	31239/96	06/05/1998	4,153,888	REGISTERED	16
	06/05/2008 RENEWAL						
UNITED STATES	T00170US0	06/04/1991	173,430	01/04/1994	1,815,416	REGISTERED	16
	01/04/2000 AFFIDAVIT OF USE						
GOLDEN TOUCH							
UNITED STATES	T02084US0	04/23/1998	75/473,100			PENDING	16
GOUDEY							
UNITED STATES	T00156US0	09/27/1996	75/173,289	07/28/1998	2,177,406	REGISTERED	16
	07/28/2004 AFFIDAVIT OF USE						
GREAT SHOTS!							
UNITED STATES	T02083US0	04/23/1998	75/473,023			PENDING	16
GUMMIKINS							
UNITED STATES	T00838US0	06/12/1996	75/117,982			ALLOWED	30
	06/08/1999 STATEMENT OF USE						
HEIR TO THE THRONE							
UNITED STATES	T02076US0	04/23/1998	75/472,558			PENDING	16
HIGH IMPACT							
UNITED STATES	T00749US0			07/25/1995	1,907,841	REGISTERED	16
	07/25/2001 AFFIDAVIT OF USE						
HOLOPIX							
UNITED STATES	T00210US0	01/16/1996	75/043,723	10/21/1997	2,107,767	REGISTERED	16
	10/21/2003 AFFIDAVIT OF USE						
HOOPS							
AUSTRALIA	T02210AU0	07/17/1998	767808			PENDING	16
	07/17/2003 PROOF OF USE						

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<i>Next Action Due</i>							
<i>HOOPS continued . . .</i>							
CANADA	T02210CA0	07/23/1998	885,125			PENDING	16
	<i>01/23/2000 STATUS CHECK</i>						
EUROPEAN UNION (CT	T02210EU0	07/02/1998	866731			PENDING	
	<i>07/02/2008 RENEWAL</i>						
HONG KONG	T02210HK0	07/04/1998	98 08676			PENDING	16
	<i>01/04/2000 STATUS CHECK</i>						
JAPAN	T02210JP0	07/31/1998	65739/98			PENDING	16
	<i>01/31/2000 STATUS CHECK</i>						
PHILIPPINES	T02210PH0	07/08/1998	04943			PENDING	16
	<i>07/08/2001 DECL. OF ACTUAL USE</i>						
SOUTH KOREA	T02210KR0	07/24/1998	98-18839			PENDING	16
	<i>01/24/2000 STATUS CHECK</i>						
TAIWAN	T02210TW0	07/28/1998	87036506			PENDING	16

HOT GLOVE

UNITED STATES	T00612US0	02/26/1996	75/062,987	01/28/1997	2,033,826	REGISTERED	16
	<i>01/28/2003 AFFIDAVIT OF USE</i>						

HOT PACKS

EUROPEAN UNION (CT	T00171EU0	04/01/1996	16547			PENDING	09,16,28
	<i>04/01/2006 RENEWAL</i>						
JAPAN	T00171JP0	03/26/1996	31240/1996			PENDING	16
UNITED STATES	T00171US0	11/29/1994	74/604,141	10/31/1995	1,931,650	REGISTERED	16
	<i>10/31/2001 AFFIDAVIT OF USE</i>						

IMPACT

EUROPEAN UNION (CT	T00876EU0	04/01/1996	165142			PENDING	16
	<i>04/01/2006 RENEWAL</i>						
UNITED STATES	T00876US1	12/11/1995	75/031,080			PENDING	16

INTIMIDATION NATION

UNITED STATES	T02267US0	08/20/1998	75/540,043			PENDING	16
	<i>08/20/1999 STATUS CHECK</i>						

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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*Next Action Due***LEAGUE LEADER**

UNITED STATES	T00114US0	03/22/1994	504,147	04/23/1996	1,970,627	REGISTERED	16
	<i>04/23/2002 AFFIDAVIT OF USE</i>						

LEGACY COLLECTION

UNITED STATES	T00164US0	01/28/1997	75/232,289	06/30/1998	2,170,406	REGISTERED	16
	<i>06/30/2004 AFFIDAVIT OF USE</i>						

LEGENDS OF THE FUTURE

UNITED STATES	T02087US0	04/23/1998	75/472,560			PENDING	16
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LINE DRIVE AND DESIGN

UNITED STATES	T00076US1			04/20/1993	1,766,680	REGISTERED	16
	<i>04/20/1999 AFFIDAVIT OF USE</i>						

MAGNIFICENT MOMENTS

UNITED STATES	T02264US0	08/20/1998	75/539,704			PENDING	16
	<i>08/20/1999 STATUS CHECK</i>						

MAJOR IMPACT

UNITED STATES	T00751US0			07/25/1995	1,907,842	REGISTERED	16
	<i>07/25/2001 AFFIDAVIT OF USE</i>						

METAL

EUROPEAN UNION (CT	T00172EU0	04/01/1996	165332			PENDING	9,28,16
	<i>04/01/2006 RENEWAL</i>						

JAPAN	T00172JP0	03/26/1996	31241/1996			PENDING	16
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METAL UNIVERSE

EUROPEAN UNION (CT	T00174EU0	04/01/1996	165290			PENDING	9,16,28
	<i>04/01/2006 RENEWAL</i>						

JAPAN	T00174JP0	03/26/1996	31243/1996			PENDING	16
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UNITED STATES	T00174US0	01/16/1996	75/044,369	09/16/1997	2,098,205	REGISTERED	16
	<i>09/16/2003 AFFIDAVIT OF USE</i>						

MISCELLANEOUS DESIGN (blue diamond)

UNITED STATES	T01703US0	10/08/1997	75/370,394			ALLOWED	16
	<i>04/27/1999 STATEMENT OF USE</i>						

COUNTRY	REFERENCE#	F.LED	APPL#	REGDT	REG#	STATUS	CLASSES
MITT FITS							
UNITED STATES	T02067LUS0	04/13/1998	75/467,034			PENDING	16
MONUMENTAL MOMENTS							
UNITED STATES	T02061LUS0	04/13/1998	75/467,033			PENDING	16
MYSTIQUE							
UNITED STATES	T02068LUS0	04/13/1998	75/467,032			PENDING	16
NAME PLATES							
UNITED STATES	T02263LUS0	08/20/1998	75/539,706			PENDING	16
NUMBER CRUSHERS							
UNITED STATES	T02057LUS0	04/13/1998	75/467,270			PENDING	16
OVERPOWER							
JAPAN	T00173JJP0 06/05/2008 RENEWAL	03/26/1996	31242/96	06/05/1998	4,153,889	REGISTERED	16
PLANET FOOTBALL							
UNITED STATES	T02060LUS0 05/12/1999 RESPONSE TO OA	04/13/1998	75/467,202			PENDING	16
PLANET METAL							
UNITED STATES	T02262LUS0 08/20/1999 STATUS CHECK	08/20/1998	75/539,715			PENDING	16
PLAY OF THE GAME							
UNITED STATES	T00154LUS0 06/30/2004 AFFIDAVIT OF USE	01/07/1997	75/222,428	06/30/1998	2,170,386	REGISTERED	16
POWER PLAY							
UNITED STATES	T00372LUS0 06/14/2000 AFFIDAVIT OF USE			06/14/1994	1,839,939	REGISTERED	16
POWER PLUS							
UNITED STATES	T00150LUS1 08/26/2003 AFFIDAVIT OF USE	02/26/1996	75/063,061	08/26/1997	2,090,638	REGISTERED	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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*Next Action Due***PRIME LEATHER**

UNITED STATES	T00609US0	02/26/1996	75/068,026	01/28/1997	2,033,897	REGISTERED	16
	<i>01/28/2003 AFFIDAVIT OF USE</i>						

PRIMETIME

UNITED STATES	T00744US0			04/06/1993	1,763,687	REGISTERED	16
	<i>04/06/1999 AFFIDAVIT OF USE</i>						

PROCARDS

UNITED STATES	T00785US0			11/29/1988	1,514,561	REGISTERED	16
	<i>11/29/2008 RENEWAL</i>						

PROMISING FORECAST

UNITED STATES	T02066US0	04/13/1998	75/467,048			PENDING	16
	<i>04/13/1999 STATUS CHECK</i>						

PUD

UNITED STATES	T00534US0	06/08/1994	534,920	01/16/1996	1,948,105	REGISTERED	16
	<i>01/16/2002 AFFIDAVIT OF USE</i>						

QUASARS

UNITED STATES	T02064US0	04/13/1998	75/467,031			PENDING	16
	<i>04/19/1999 RESPONSE TO OA</i>						

QUICK STRIKE

UNITED STATES	T02086US0	04/23/1998	75/473,304			PENDING	16
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RISING STAR

UNITED STATES	T00532US0	01/13/1995	74/621,965	04/09/1996	1,966,494	REGISTERED	16
	<i>04/09/2002 AFFIDAVIT OF USE</i>						

ROAD WARRIORS

UNITED STATES	T00155US0	09/27/1996	75/173,288	01/20/1998	2,130,095	REGISTERED	16
	<i>01/20/2004 AFFIDAVIT OF USE</i>						

ROCKET TO STARDOM

UNITED STATES	T02063US0	04/13/1998	75/467,049			PENDING	16
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ROOKIE REWIND

UNITED STATES	T02261US0	08/20/1998	75/540,760			PENDING	16
	<i>08/20/1999 STATUS CHECK</i>						

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<i>Next Action Due</i>							
ROOKIE SENSATIONS							
UNITED STATES	T00468US0	09/13/1993	436,025	08/15/1995	1,912,846	REGISTERED	16
	<i>08/15/2001 AFFIDAVIT OF USE</i>						
UNITED STATES	T00468US1	09/08/1995	74726,754	11/19/1996	2,017,287	REGISTERED	16
	<i>11/19/2002 AFFIDAVIT OF USE</i>						
SCHOOL-DAZE							
UNITED STATES	T00759US0			11/14/1967	838,832	REGISTERED	16
	<i>11/14/2007 RENEWAL</i>						
SCOUTING REPORT							
UNITED STATES	T02062US0	04/13/1998	75/467,030			PENDING	16
SEASON CROWNS							
UNITED STATES	T00610US0	02/26/1996	75/063,701	01/28/1997	2,033,839	REGISTERED	16
	<i>01/28/2003 AFFIDAVIT OF USE</i>						
SHOW PIECE							
UNITED STATES	T00160US0	01/28/1997	75/232,277			ALLOWED	16
SHOW STOPPERS							
UNITED STATES	T00159US0	01/28/1997	75/232,275	07/28/1998	2,177,536	REGISTERED	16
	<i>07/28/2004 AFFIDAVIT OF USE</i>						
SHOW TIME							
UNITED STATES	T00165US0	01/28/1997	75/232,284	06/30/1998	2,170,405	REGISTERED	16
	<i>06/30/2004 AFFIDAVIT OF USE</i>						
SKETCHAGRAPH							
UNITED STATES	T01360US0	07/01/1997	75/317,719			ALLOWED	16
SKYBOX							
CANADA	T00746CA0	07/23/1998	885,124			PENDING	16
	<i>07/23/2001 DECLARATION OF USE</i>						
CHINA	T00746CN0	07/22/1998	9800082405			PENDING	16
	<i>01/22/2000 STATUS CHECK</i>						
EUROPEAN UNION (CT	T00746EU0	04/01/1996	165209			PENDING	9,16,28
	<i>04/01/2006 RENEWAL</i>						
HONG KONG	T00746HK0	07/04/1998	98 08680			PENDING	16
	<i>01/04/2000 STATUS CHECK</i>						

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<i>Next Action Due</i>							
SKYBOX continued . . . JAPAN	T00746JP0	04/03/1996	35022/1996			PENDING	16
PHILIPPINES	T00746PH0 07/08/2001 DECLARATION OF USE	07/08/1998	04942			PENDING	16
SOUTH KOREA	T00746KR0 01/24/2000 STATUS CHECK	07/24/1998	98-18842			PENDING	16
TAIWAN	T00746TW0	07/22/1998	87035561			PENDING	16
UNITED STATES	T00746US0 07/06/1999 AFFIDAVIT OF USE			07/06/1993	1,780,191	REGISTERED	16
UNITED STATES	T00746US1 09/28/1999 AFFIDAVIT OF USE			09/28/1993	1,794,965	REGISTERED	16
UNITED STATES	T00746US2 04/04/2001 AFFIDAVIT OF USE			04/04/1995	1,887,682	REGISTERED	16,25
UNITED STATES	T00746US3 11/28/2001 AFFIDAVIT OF USE			11/28/1995	1,938,919	REGISTERED	16
UNITED STATES	T00746US4 01/13/2004 AFFIDAVIT OF USE	04/22/1996	75/092,376	01/13/1998	2,129,434	REGISTERED	16,28
SKYBOX (Stylized)							
UNITED STATES	T01697US0 02/04/1999 STATEMENT OF USE	10/08/1997	75/370,376			ALLOWED	16
SKYBOX INTERNATIONAL							
UNITED STATES	T00745US0 06/22/1999 AFFIDAVIT OF USE			06/22/1993	1,777,816	REGISTERED	16
SKYBOX MASTER SERIES							
UNITED STATES	T00753US0 10/17/2001 AFFIDAVIT OF USE			10/17/1995	1,928,693	REGISTERED	16
SKYCAPS							
UNITED STATES	T00747US0 04/26/2000 AFFIDAVIT OF USE			04/26/1994	1,833,050	REGISTERED	16,28
SKYDISC							
UNITED STATES	T00752US0 09/19/2001 AFFIDAVIT OF USE			09/19/1995	1,920,877	REGISTERED	16

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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*Next Action Due***SKYMOTION**

UNITED STATES	T01685US0			02/18/1997	2,039,108	REGISTERED	16
	<i>02/18/2003 AFFIDAVIT OF USE</i>						

SKYVIEW

UNITED STATES	T01686US0			03/11/1997	2,043,786	REGISTERED	16
	<i>03/11/2003 AFFIDAVIT OF USE</i>						

SMOOTH LEATHER

UNITED STATES	T00611US0	02/26/1996	75/062,995	01/28/1997	2,033,827	REGISTERED	16
	<i>01/28/2003 AFFIDAVIT OF USE</i>						

SNEEKIES

UNITED STATES	T00817US0			04/15/1969	868,213	REGISTERED	16
	<i>04/15/2009 RENEWAL</i>						

SOUL OF THE GAME

UNITED STATES	T02260US0	08/20/1998	75/539,718			PENDING	16
	<i>08/20/1999 STATUS CHECK</i>						

STAR SEARCH

UNITED STATES	T02085US0	04/23/1998	75/473,104			PENDING	16
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SUPREME COURT

UNITED STATES	T00743US0			02/09/1993	1,751,891	REGISTERED	16
	<i>02/09/1999 AFFIDAVIT OF USE</i>						

TEAM LEADER

UNITED STATES	T00465US0	09/13/1993	436,155	09/12/1995	1,917,864	REGISTERED	16
	<i>09/12/2001 AFFIDAVIT OF USE</i>						

TEAM LEADERS

UNITED STATES	T00466US0	09/13/1993	437,118	01/31/1995	1,876,585	REGISTERED	16
	<i>01/31/2001 AFFIDAVIT OF USE</i>						

THANKS A MILLION

UNITED STATES	T00154US1	06/12/1996	75/117,891	06/17/1997	2,071,672	REGISTERED	16
	<i>06/17/2003 AFFIDAVIT OF USE</i>						

UNITED STATES	T00154USB	06/12/1996	75/117,676	11/25/1997	2,115,457	REGISTERED	35
	<i>11/25/2003 AFFIDAVIT OF USE</i>						

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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Next Action Due**THUNDER & LIGHTNING**

UNITED STATES	T02088US0	04/23/1998	75/473,301			PENDING	16
	05/06/1999 RESPONSE TO OA						

THUNDER SKYBOX

UNITED STATES	T01698US0	10/08/1997	75/370,279			ALLOWED	16
	02/04/1999 STATEMENT OF USE						

THUNDERCLAP

UNITED STATES	T02259US0	08/20/1998	75/539,719			PENDING	16
	08/20/1999 STATUS CHECK						

TO WIN THE WORLD

UNITED STATES	T00748US0			06/13/1995	1,899,795	REGISTERED	16
	06/13/2001 AFFIDAVIT OF USE						

TOMORROW'S HEROES

UNITED STATES	T00297US0	09/30/1992	319,179	06/29/1993	1,778,920	REGISTERED	16
	06/29/1999 AFFIDAVIT OF USE						

TOP 30

UNITED STATES	T02079US0	04/23/1998	75/473,315			PENDING	16
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TOTAL "O"

UNITED STATES	T02081US0	04/23/1998	75/473,316			PENDING	16
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TOTAL IMPACT

UNITED STATES	T00750US0			07/25/1995	1,907,843	REGISTERED	16
	07/25/2001 AFFIDAVIT OF USE						

TROPHY CASE

UNITED STATES	T02059US0	04/13/1998	75/467,382			PENDING	16
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TWO 4 ME, ZERO 4 YOU

UNITED STATES	T02266US0	08/20/1998	75/540,040			PENDING	16
	08/20/1999 STATUS CHECK						

VINTAGE '63

UNITED STATES	T02078US0	04/23/1998	75/472,619			PENDING	16
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COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
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Next Action Due

VIRTUALVISION

UNITED STATES	T00154US4	07/10/1996	75/131,937	08/19/1997	2,090,162	REGISTERED	16
	<i>08/19/2003 AFFIDAVIT OF USE</i>						

WAVE OF THE FUTURE AND DESIGN

UNITED STATES	T00150US2	01/24/1995	74/624,973	11/12/1996	2,016,333	REGISTERED	16
	<i>11/12/2002 AFFIDAVIT OF USE</i>						

UNITED STATES	T00150US3	01/24/1995	74/624,972	04/23/1996	1,969,618	REGISTERED	16
	<i>04/23/2002 AFFIDAVIT OF USE</i>						

UNITED STATES	T00150US4	01/24/1995	74/624,959	06/25/1996	1,982,137	REGISTERED	16
	<i>06/25/2002 AFFIDAVIT OF USE</i>						

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UNITED STATES	T02408US0	12/21/1998	75/609,671			PENDING	16
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END OF REPORT

TOTAL ITEMS SELECTED = 182

Fleer Corp.
U.S. Trademark Applications Filed Since January 13, 1999

Mark	Application No.	Filing Date
AWARD WINNERS	75/636,433	02/04/99
BOX SEAT COLLECTION	75/635,513	02/04/99
BOYZ WITH THE WOOD	75/635,510	02/04/99
BRILLIANTS	75/634,568	02/04/99
BUILDING BLOCKS	75/634,535	02/04/99
DATE WITH DESTINY	75/635,501	02/04/99
DIAL "1"	75/633,850	02/04/99
DIAMOND MAGIC	75/634,566	02/04/99
DUNK'N GO NUTS	75/633,847	02/04/99
FABULOUS 40'S	75/635,521	02/04/99
FIRST BASE COLLECTION	75/635,511	02/04/99
FREESTYLE	75/634,537	02/04/99
GOING YARD	75/635,508	02/04/99
HIP-NO-TIZED	75/633,851	02/04/99
M.L.P.D.	75/634,534	02/04/99
POSTSEASON REVIEW	75/634,536	02/04/99
RANT	75/635,506	02/04/99
RAVE	75/636,441	02/04/99
SOLE OF THE GAME		02/09/99
SUPREME COURT	75/636,700	02/09/99
STARTING 9 COLLECTION	75/633,549	02/04/99
TURBO-CHARGED	75/633,852	02/04/99
WARNING TRACK COLLECTION	75/635,514	02/04/99

ALL OF THE ABOVE APPLICATIONS WERE FILED IN INTERNATIONAL CLASS 16 WITH THE GOODS AS "TRADING CARDS".

Fleer Corp.
Further U.S. Trademark Applications

Mark	Application No.	Filing Date
METAL	74/625,877	01/26/95

THE ABOVE APPLICATION WAS FILED IN INTERNATIONAL CLASS 16 WITH THE GOODS AS "COLLECTIBLE TRADING CARDS".

CONFIRMATORY ASSIGNMENT

This Confirmatory Assignment is made as of the 29th day of January, 1999, by and between **FLEER CORP.**, a corporation of the State of Delaware and **SKYBOX INTERNATIONAL, INC.**, a corporation of the State of Delaware (hereinafter referred to as "ASSIGNORS"), and **FLEER/SKYBOX INTERNATIONAL LP**, a limited partnership of the Commonwealth of Pennsylvania (hereinafter referred to as "ASSIGNEE");

WHEREAS, ASSIGNORS owned certain assets including the entire right, title and interest in and to certain trademarks, as set forth in EXHIBIT A attached hereto (hereinafter referred to as "THE TRADEMARKS");

WHEREAS, on January 29, 1999, ASSIGNORS did assign and transfer to ASSIGNEE, its successors and assigns, certain assets including the entire right, title and interest in and to THE TRADEMARKS together with the goodwill of the business symbolized by THE TRADEMARKS; and

WHEREAS, it is desired to confirm the aforesaid assignment and transfer of THE TRADEMARKS and the goodwill of the business symbolized by THE TRADEMARKS;

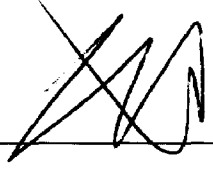
NOW, THEREFORE, THIS IS TO WITNESS that in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS have assigned and does hereby confirm the assignment and transfer unto ASSIGNEE, its successors and assigns, of the entire right, title and interest in and to THE TRADEMARKS, as set forth in EXHIBIT A, together with all of the goodwill of the business of ASSIGNORS symbolized by THE TRADEMARKS and represented thereby, and the right to recover for and receive all damages, benefits, profits and other relief by reason of past or future infringement of THE TRADEMARKS, with the right to sue for and collect the same.

ASSIGNORS have agreed to execute any and all additional documents, instruments, or assignments necessary to effectuate the purpose of this Confirmatory Assignment and to carry this Assignment into full force and effect.

IN WITNESS WHEREOF, this Assignment of THE TRADEMARKS
has been executed as of the day and year first above written.

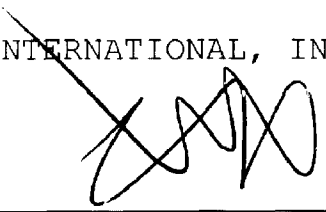
FLEER CORP.

4/20/99
DATE

BY: 
Name:
Title:

SKYBOX INTERNATIONAL, INC.

4/20/99
DATE

BY: 
Name:
Title: