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| Address (line 1) | Kaye Scholer Fierman Ha | ays & Handler LLP | |
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| Individual | If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.) Tration Number(s) X Mark if additional numbers attached ition Number (DO NOT ENTER BOTH numbers for the same property). Registration Number(s) 1170142 2019249 2124250 1646428 1848201 2157295 |
| Individual General Partnership L Corporation Association Other Citizenship/State of Incorporation/Organization Trademark Application Number(s) or Regist Enter either the Trademark Application Number or the Registrate Trademark Application Number(s) 73831591 74681898 74218965 74511400 73489158 75623329 74505948 74470315 73822269 | If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.) Attraction Number(s) Itraction Number (DO NOT ENTER BOTH numbers for the same property). Registration Number(s) 1170142 2019249 2124250 1646428 1848201 2157295 1825825 |
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| 75621902 75395946 74462085 | 1904988 2219095 2173208 |
| 75621125 75481030 75167387 | 2256138 2209373 2169772 |
| 75623330 75380629 75167383 | 1281527 0850146 2139305 |

U.S. Department of Commerce FORM PTO-1618A Patent and Trademark Office Expires 06/30/99 OMB 0651-0027 TRADEMARK RÉCORDATION FORM COVER SHEET TRADEMARKS ONLY TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies). Submission Type Conveyance Type X New X Assignment License Resubmission (Non-Recordation) Security Agreement **Nunc Pro Tunc Assignment** Document ID # Effective Date Month Day Year Merger **Correction of PTO Error** Reel# Frame # Change of Name **Corrective Document** Reel # Frame # Other **Conveying Party** Mark if additional names of conveying parties attached **Execution Date** Month Day Year 01262000 Name Golden Books Publishing Company, Inc. Formerly **Limited Partnership** Individual General Partnership Corporation **Association** Other Delaware Citizenship/State of Incorporation/Organization Receiving Party Mark if additional names of receiving parties attached Name | CIT Group/Business Credit, Inc., as Agent, DBA/AKA/TA Composed of 1211 Avenue of the Americas Address (line 1) Address (line 2)

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| Address (line 4) | | | |
| Correspond | ent Name and Address _{Area Code and} | d Telephone Number (212) 836-7 | 712 |
| Name | Karen Nielsen, Esq. | | |
| Address (line 1) | Kaye Scholer Fierman Hays & Handl | er LLP | |
| Address (line 2) | 425 Park Avenue | | |
| Address (line 3) | New York, New York 10022-3598 | | |
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| Pages | Enter the total number of pages of the at including any attachments. | tached conveyance document | # 27 |
| Trademark / | Application Number(s) or Registrat | ion Number(s) X Mark if ac | dditional numbers attached |
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| 75209714 | 75120280 75024087 | 2101437 2104348 | 1256065 |
| 75210691 | 75021772 75446162 | 2124462 1614835 | 2103251 |
| 75210072 | 75024082 75434715 | 2100456 2105228 | 2105227 |
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| Fee Amoun | Fee Amount for Properties | Listed (37 CFR 3.41): \$ | 8,790.00 |
| | | Deposit Account | 8,730.00 |
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| | Authorization to | charge additional fees: Yes | X No |

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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.

Karen L. Nielsen, Esq.

Name of Person Signing

January 26, 2000

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| 73439438 73645790 75094275 | 2103380 | 535267 1783436 |
| 74140213 75173985 75173595 | 1196795 | 041746 [1591987 |
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| 72388264 74459982 7469398 | 2188546 2202310 |
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| 74523537 75034229 7449766 | 1196793 2103252 1867600 |
| 74732050 75016826 7412020 | 1197866 1204545 1874665 |
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| 75021769 74559242 7447356 | 1351647 1221652 1278155 |
| 75021770 74681030 7423410 | 1564501 2101428 1279097 |

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| 74601087 74206160 74497668 | 2007250 2105180 1819484 |
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| Individual General Partnership Limite | ed Partnership Co | prporation | Association |
| Other | Part Plat Andrews | | |
| Citizenship State of Incorporation/Organization | | | |
| Receiving Party Enter Additional Receiving Party Mark if | additional names of receiving | parties attached | |
| Name | | | |
| DBA/AKA/TA | | | |
| Composed of | | | |
| Address (line 1) | | | |
| Address (line 2) | | 4.1 | |
| Address (line 3) | | | |
| Individual General Partnership Lin | State/Country nited Partnership | If document to be | Zip Code recorded is an ne receiving party is |
| Corporation Association | | not domiciled in the appointment of a | ne United States, an domestic |
| Other | | representative she (Designation mus document from th | t be a separat e |
| Citizenship/State of Incorporation/Organization | | | |
| Trademark Application Number(s) or Registra | ation Number(s) | | |
| Enter either the Trademark Application Number or the Registration | | | ial numbers attached ame property). |
| Trademark Application Number(s) | l Reg | istration Number | (s) |
| 75621902 75395946 74462085 | 1904988 | 2219095 | 2173208 |
| 75621125 75481030 75167387 | 2256138 | 2209373 | 2169772 |
| 75623330 75380629 75167383 | 1281527 | 0850146 | 2139305 |
| 75622934 75380720 75182377 | 2169777 | 2116491 | 1802750 |
| 75622121 75124104 | 1089519 | 1314682 | 2155923 |
| 75622114 75495008 | 0670403 | 0770539 | 2155924 |
| | | | |

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, Golden Books Publishing Company, Inc. ("Assignor") has adopted, used and is using the trademarks listed on the annexed Schedule which are registered or for which applications for registration have been filed in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to the CIT Group/Business Credit, Inc., a New York corporation, as agent (referred to herein as the "Assignee") for the lenders (the "Lenders") named in the Revolving Credit and Term Loan Agreement, dated as of January 25, 2000, among Assignor, Foothill Capital Corporation as co-agent and as documentation agent, the Lenders, and the Assignee as agent (as the same may be amended, restated, modified or supplemented from time to time, the "Loan Agreement"), and Assignor has entered into a Security Agreement and Mortgage-Trademarks dated as of January 25, 2000 (the "Security Agreement") in favor of Assignee; and

WHEREAS, pursuant to the Security Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds and products thereof, including, without limitation, any and all causes of action which may exist by reason of infringement, counterfeiting or unfair competition thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the Security Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby grant to Assignee a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of, security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Assignee's address is 1211 Avenue of the Americas, New York, New York 10036.

GOLDEN BOOKS PUBLISHING COMPANY, INC.

Name: Philip Galanes

Title: Chief Admin. Officer, EVP General Counsel & Secretary

DOC #30059918.WPD

| STATE OF NEW YORK) |
|---|
|) ss.: |
| COUNTY OF NEW YORK) |
| <i>1</i> 1- |
| On this 20° day of January 2000, before me personally appeared |
| On this 26 day of Jamay, 2000, before me personally appeared Philip Galanes, to me known, who, being by me duly sworn, did depose and say that s/he resides at 26E 10th St. NewYork NY 10063 and that s/he is the Secretary of Golden Books Publishing Company, Inc. described in and which |
| resides at 26E 10th St. NewYork NY 10063 and that s/he is the |
| Secretary of Golden Books Publishing Company, Inc. described in and which |
| executed the foregoing instrument and that s/he signed her/his name thereto pursuant to such authority. |

Notary Public

JCAN CRAWFORD Natary Public, State of New York No. 010R6026972 Qualified in Nassau County Occupassion Expires June 28, 2001

THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|-------------|-------------|-----------|-----------|
| A The All Company of | r R | EGISTRATION | Š | | |
| A GOLDEN BOOK® (Stylized) | 16 | 75/174,591 | 9/30/96 | 2,101,437 | 9/30/97 |
| "GOLDEN SOUND STORY DESIGN"® (Trade Dress - Classic Version - does not feature any words) | 9 | 74/332,148 | 11/18/92 | 2,124,462 | 12/23/97 |
| "GOLDEN SOUND STORY DESIGN" ® (Trade Dress - Deluxe Version - does not feature any words) | 9 | 74/332,144 | 11/18/92 | 2,100,456 | 9/23/97 |
| "GOLDEN SOUND STORY DESIGN" ® (Trade Dress - Little Version - does not feature any words) | 9 | 74/332,150 | 11/18/92 | 2,104,348 | 10/7/97 |
| A BIG GOLDEN BOOK® | 16 | 73/831,018 | 10/6/89 | 1,614,835 | 9/25/90 |
| A BIG GOLDEN BOOK® (Stylized) | 16 | 75/173,984 | 9/30/96 | 2,105,228 | 10/14/97 |
| A FIRST LITTLE GOLDEN BOOK® | 16 | 323,939 | 8/17/81 | 1,256,065 | 11/1/83 |
| A FIRST LITTLE GOLDEN BOOK® (Stylized) | 16 | 75/174,011 | 9/30/96 | 2,103,251 | 10/7/97 |
| A GOLDEN BOARD BOOK® (Stylized) | 16 | 75/173,983 | 9/30/96 | 2,105,227 | 10/14/97 |
| A GOLDEN BOARD BOOK® | 16 | 75/181,957 | 10/16/96 | 2,103,380 | 10/7/97 |
| A GOLDEN BOOK VIDEO CLASSIC® | 9 | 73/782,053 | 2/21/89 | 1,566,896 | 11/21/89 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--|----------------|---------------------|-------------|-----------|-----------|
| A GOLDEN BOOK® | 16 | 327,649 | 9/11/81 | 1,196,795 | 6/1/82 |
| A GOLDEN CARRY ME BOOK® | 16 | 74/325,266 | 10/26/92 | 1,845,118 | 7/12/94 |
| A GOLDEN CLASSIC DESIGN® (Child sitting on vine reading - features no words) | 16 | 73/592,210 | 4/3/86 | 1,412,338 | 10/7/86 |
| A GOLDEN CLASSIC® | 16 | 73/592,211 | 4/3/86 | 1,414,959 | 10/28/86 |
| A GOLDEN CLOTH BOOK® | 16 | 73/343,228 | 12/24/81 | 1,204,544 | 8/10/82 |
| A GOLDEN EASY READER® | 16 | 73/745,851 | 8/10/88 | 1,535,267 | 4/18/89 |
| A GOLDEN FRAGRANCE BOOK® | 16 | 73/049,949 | 4/18/75 | 1,041,746 | 6/22/76 |
| A GOLDEN FRIENDLY BOOK® | 16 | 73/684,462 | 9/16/87 | 1,495,072 | 7/5/88 |
| A GOLDEN FUN & GAMES BOOK® | 16 | 73/032,596 | 9/20/74 | 1,029,342 | 1/6/76 |
| A GOLDEN GLOW IN THE DARK BOOK® | 16 | 74/133,738 | 1/28/91 | 1,680,335 | 3/24/92 |
| A GOLDEN GUIDE®* | 16 | 73/021,106 | 5/10/74 | 1,011,003 | 5/20/75 |
| A GOLDEN JUNIOR CLASSIC® | 16 | 73/69 7, 039 | 11/23/87 | 1,516,352 | 12/13/88 |
| A GOLDEN JUNIOR GUIDE® | 16 | 74/301,225 | 8/3/92 | 1,783,436 | 7/20/93 |
| A GOLDEN LITTLE LOOK- LOOK BOOK & DESIGN® | 16 | 73/818,479 | 8/10/89 | 1,591,987 | 4/17/90 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--|----------------|------------|-------------|-----------|-----------|
| A GOLDEN LITTLE LOOK- LOOK BOOK® | 16 | 74/106,785 | 10/17/90 | 1,668,486 | 12/17/91 |
| A GOLDEN LITTLE SUPER SHAPE BOOK® | 16 | 74/308,295 | 8/27/92 | 1,820,597 | 2/8/94 |
| A GOLDEN LITTLE SUPER SHAPE BOOK® (Stylized) | 16 | 75/174,551 | 9/30/96 | 2,106,979 | 10/21/97 |
| A GOLDEN LOOK-LOOK BOOK & DESIGN® | 16 | 73/826,969 | 9/22/89 | 1,596,387 | 5/15/90 |
| A GOLDEN LOOK-LOOK® | 16 | 95,712 | 8/5/76 | 1,078,891 | 12/6/77 |
| A GOLDEN MELODY BOOK & DESIGN® | 16 | 73/439,438 | 8/15/83 | 1,296,071 | 9/18/84 |
| A GOLDEN NAPTIME TALE® | 16 | 74/140,213 | 2/19/91 | 1,690,131 | 6/2/92 |
| A GOLDEN POCKET BOARD BOOK® | 16 | 74/304,706 | 8/17/92 | 1,784,840 | 7/27/93 |
| A GOLDEN READINESS WORKBOOK® | 16 | 73/045,090 | 2/24/75 | 1,029,376 | 1/6/76 |
| A GOLDEN SCRATCH AND SNIFF BOOK® | 16 | 136,507 | 8/5/77 | 1,105,116 | 10/31/78 |
| A GOLDEN SPECIAL® | 16 | 73/034,145 | 1/31/75 | 1,024,193 | 11/4/75 |
| A GOLDEN STAMP BOOK® | 16 | 332,368 | 10/13/81 | 1,196,796 | 6/1/82 |
| A GOLDEN STORYTIME BOOK & DESIGN® | 16 | 319,134 | 7/15/81 | 1,196,793 | 6/1/82 |
| A GOLDEN STURDY BOOK® | 16 | 308,190 | 4/30/81 | 1,197,866 | 6/15/82 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|------------|-------------|-----------|-----------|
| A GOLDEN STURDY SHAPE BOOK® | 16 | 294,727 | 1/28/81 | 1,198,688 | 6/22/82 |
| A GOLDEN SUPER-DUPER SHAPE BOOK® | 16 | 74/307,893 | 8/26/92 | 1,842,357 | 6/28/94 |
| A GOLDEN SUPER-DUPER SHAPE BOOK® (Stylized) | 16 | 75/174,593 | 9/30/96 | 2,103,271 | 10/7/97 |
| A GOLDEN SUPER ADVENTURE BOOK & DESIGN® | 16 | 518,933 | 1/23/85 | 1,351,647 | 7/30/85 |
| A GOLDEN SUPER SHAPE BOOK® | 16 | 73/645,790 | 2/20/87 | 1,456,506 | 9/8/87 |
| A GOLDEN SUPER SHAPE BOOK® (Stylized) | 16 | 75/173,985 | 9/30/96 | 2,103,250 | 10/7/97 |
| A GOLDEN TAKE-A-LOOK BOOK® | 16 | 74/542,739 | 6/27/94 | 1,934,340 | 11/7/95 |
| A GOLDEN TAKE-A-LOOK BOOK® (Stylized) | 16 | 75/174,592 | 9/30/96 | 2,101,438 | 9/30/97 |
| A GOLDEN TOUCH AND FEEL BOOK® | 16 | 73/310,701 | 5/18/81 | 1,196,788 | 6/1/82 |
| A GOLDEN TREASURY® | 16 | 73/830,489 | 10/10/89 | 1,604,601 | 7/3/90 |
| A GOLDEN YUMMY BOOK® | 16 | 789,093 | 3/24/89 | 1,564,501 | 11/17/89 |
| A LITTLE GOLDEN BOOK® | 16 | 72/340,860 | 10/15/69 | 899,690 | 9/29/70 |
| A LITTLE GOLDEN BOOK® | 9 | 75/094,275 | 4/25/96 | 2,189,691 | 9/15/98 |
| A LITTLE GOLDEN BOOK® (Stylized) | 9; 16 | 75/173,595 | 9/30/96 | 2,163,295 | 6/9/98 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|------------|-------------|-----------|-----------|
| A LITTLE GOLDEN STORYBOOK® | 16 | 75/272,510 | 4/10/97 | 2,188,546 | 9/8/98 |
| A LITTLE LITTLE GOLDEN BOOK® | 16 | 73/727,172 | 5/9/88 | 1,542,487 | 6/6/89 |
| A LITTLE LITTLE GOLDEN BOOK® (Stylized) | 16 | 75/174,012 | 9/30/96 | 2,103,252 | 10/7/97 |
| BABY'S FIRST GOLDEN BOOK® | 16 | 343,244 | 12/24/81 | 1,204,545 | 8/10/82 |
| BIG LITTLE GOLDEN BOOK® | 16 | 585,771 | 3/3/86 | 1,410,469 | 9/23/86 |
| FIRST LITTLE GOLDEN BOOKS® | 16 | 323,938 | 8/17/81 | 1,221,652 | 12/28/82 |
| FIRST LITTLE GOLDEN BOOKS® (Stylized) | 16 | 75/173,976 | 9/30/96 | 2,101,428 | 9/30/97 |
| G DESIGN™ (Goldie Logo) | 16 | 75/977,641 | 12/8/96 | 2,202,310 | 11/3/98 |
| G DESIGN® (Goldie Logo) | 35; 41 | 75/210,689 | 12/9/96 | 2,198,947 | 10/20/98 |
| GOLD KEY AND DESIGN® | 16 | 74/226,264 | 11/29/91 | 1,867,600 | 12/13/94 |
| GOLD KEY® | 16 | 74/437,827 | 9/20/93 | 1,874,665 | 1/17/95 |
| GOLDEN & DESIGN® (Sun Rising Logo) | 9 | 541,521 | 6/4/85 | 1,372,325 | 11/26/85 |
| GOLDEN & DESIGN® (Sun Rising Logo) | 28 | 418,740 | 3/24/83 | 1,278,155 | 5/15/84 |
| GOLDEN & DESIGN® (Sun Rising Logo) | 28 | 424,477 | 5/4/83 | 1,279,097 | 5/22/84 |
| GOLDEN & DESIGN® (Sun Rising Logo) | 16 | 441,887 | 8/31/83 | 1,291,016 | 8/21/84 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--|----------------|------------|-------------|-----------|-----------|
| GOLDEN & DESIGN® (Sun Rising Logo) | 16 | 505,135 | 10/22/84 | 1,333,249 | 4/30/85 |
| GOLDEN & DESIGN® (Sun Rising Logo) | 28 | 497,276 | 8/30/84 | 1,349,701 | 7/16/85 |
| GOLDEN & DESIGN® (Sun Rising Logo) | 16 | 404,040 | 11/26/82 | 1,262,996 | 1/3/84 |
| GOLDEN BOARD BOOK® | 16 | 767,642 | 12/5/88 | 1,549,139 | 7/25/89 |
| GOLDEN BOOK CLUB® | 42 | 74/059,543 | 5/17/90 | 1,679,065 | 3/10/92 |
| GOLDEN BOOK 'N' TAPE® | 9 | 73/572,637 | 12/6/85 | 1,401,064 | 7/15/86 |
| GOLDEN BOOK STEP AHEAD VIDEO® | 9 | 73/609,549 | 7/14/86 | 1,430,078 | 2/24/87 |
| GOLDEN BOOK VIDEO & DESIGN® | 9 | 73/525,286 | 3/4/85 | 1,360,286 | 9/17/85 |
| GOLDEN BOOK VIDEO® | 9 | 73/525,229 | 3/4/85 | 1,357,853 | 9/3/85 |
| GOLDEN BOOK® | 16 | 72/388,264 | 4/2/71 | 931,795 | 4/4/72 |
| GOLDEN BOOKS & DESIGN® (Poky Logo) | 42 | 74/523,539 | 5/10/94 | 1,947,587 | 1/9/96 |
| GOLDEN BOOKS & DESIGN® (Poky Logo) | 9 | 74/523,537 | 5/10/94 | 1,949,631 | 1/16/96 |
| GOLDEN BOOKS & DESIGN® (Poky Logo) | 16 | 74/732,050 | 9/18/95 | 2,013,497 | 11/5/96 |
| GOLDEN BOOKS & DESIGN™ (Sunburst Logo) | 9 | 75/021,768 | 11/17/95 | 2,217,543 | 1/12/99 |
| GOLDEN BOOKS & DESIGN™ (Sunburst Logo) | 28 | 75/021,769 | 11/17/95 | 2,221,897 | 2/2/99 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|------------|-------------|-----------|-----------|
| GOLDEN BOOKS & DESIGN™ (Sunburst Logo) | 16 | 75/021,770 | 11/17/95 | 2,223,020 | 2/9/99 |
| GOLDEN BOOKS & DESIGN® (Sun Rising Logo) | 9 | 74/459,982 | 11/18/93 | 1,899,487 | 6/13/95 |
| GOLDEN BOOKS & DESIGN® (Poky Logo) | 28 | 74/523,540 | 5/10/94 | 1,962,392 | 3/12/96 |
| GOLDEN BOOKS & DESIGN® (Sunburst Logo) | 42 | 75/034,229 | 12/1/95 | 2,080,174 | 7/15/97 |
| GOLDEN BOOKS & DESIGN® (Rectangle Logo) | 9 | 75/016,826 | 10/27/95 | 1,993,697 | 8/13/96 |
| GOLDEN BOOKS & DESIGN® (Rectangle Logo) | 28 | 74/722,021 | 8/28/95 | 1,993,467 | 8/13/96 |
| GOLDEN BOOKS & DESIGN® (Rectangle Logo) | 16 | 74/559,242 | 8/10/94 | 2,006,749 | 10/8/96 |
| GOLDEN BOOKS INTERACTIVE & DESIGN® | 9 | 74/681,030 | 5/30/95 | 2,007,251 | 10/8/96 |
| GOLDEN BOOKS INTERACTIVE® | 9 | 74/693,980 | 6/26/95 | 2,111,088 | 11/4/97 |
| GOLDEN BOOKS STORYLAND FOR KIDS & DESIGN® | 42 | 74/569,576 | 9/2/94 | 1,959,799 | 3/5/96 |
| GOLDEN BOOKS®* | 16 | 74/497,666 | 3/7/94 | 1,883,540 | 3/14/95 |
| GOLDEN BOOKS® | 42 | 74/120,204 | 12/3/90 | 1,669,838 | 12/2/91 |
| GOLDEN BOOKS® | 9 | 75/037,203 | 12/26/95 | 2,040,152 | 2/25/97 |
| GOLDEN COZY® | 16 | 74/473,563 | 12/27/93 | 1,960,811 | 3/5/96 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|------------|-------------|-----------|-----------|
| GOLDEN DESIGN® (Sun Rising Logo - does not feature any words) | 16 | 403,918 | 11/26/82 | 1,261,732 | 12/20/83 |
| GOLDEN DESIGN® (Sun Rising Logo - does not feature any words) | 16 | 411,894 | 2/1/83 | 1,270,759 | 3/20/84 |
| GOLDEN DESIGN® (Sun Rising Logo - does not feature any words) | 28 | 424,478 | 5/4/83 | 1,281,687 | 6/12/84 |
| GOLDEN GALLERY® | 28 | 74/234,108 | 12/30/91 | 1,779,751 | 6/29/93 |
| GOLDEN GO ALONG BOOK 'N' TAPE® | 9 | 73/766,809 | 12/1/88 | 1,549,012 | 7/25/89 |
| GOLDEN LEARN ABOUT LIVING® | 16 | 73/532,867 | 4/18/85 | 1,364,454 | 10/8/85 |
| GOLDEN LEISURE LIBRARY® (Stylized) | 16 | 73/033,038 | 9/26/74 | 1,027,930 | 12/23/75 |
| GOLDEN MELODY® | 16 | 73/439,452 | 8/15/83 | 1,289,005 | 8/7/84 |
| GOLDEN MINIATURE® | 28 | 73/499,806 | 9/17/84 | 1,333,418 | 4/30/85 |
| GOLDEN MUSIC & DESIGN® | 9 | 74/024,266 | 1/29/90 | 1,633,025 | 1/29/91 |
| GOLDEN MUSIC® | 9 | 73/838,599 | 11/13/89 | 1,607,333 | 7/24/90 |
| GOLDEN PLAY LIGHTS® | 16 | 74/358,653 | 2/11/93 | 1,951,674 | 1/23/96 |
| GOLDEN PRESS SHOPPER'S SERVICE® | 42 | 73/410,834 | 1/24/83 | 1,297,089 | 9/18/84 |
| GOLDEN PRESS® | 16 | 72/338,827 | 9/24/69 | 896,937 | 8/18/70 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--|----------------|------------|-------------|-----------|-----------|
| GOLDEN SCIENCE CLOSE- UP SERIES® | 16 | 74/137,828 | 2/11/91 | 1,709,967 | 8/25/92 |
| GOLDEN SEEK 'N' SOUND® | 28 | 74/358,657 | 2/11/93 | 1,825,889 | 3/8/94 |
| GOLDEN SHOWCASE® | 42 | 74/331,292 | 11/16/92 | 1,808,641 | 11/30/93 |
| GOLDEN SIGHT 'N' SOUND & DESIGN® | 16 | 74/358,532 | 2/11/93 | 1,802,079 | 11/2/93 |
| GOLDEN SING ALONG DESIGN® (Trade Dress - does not feature any words) | 9 | 74/332,147 | 11/18/92 | 2,064,160 | 5/20/97 |
| GOLDEN SING ALONG® | 16 | 74/279,662 | 5/29/92 | 1,823,715 | 2/22/94 |
| GOLDEN SONG BOOK 'N' TAPE® | 9 | 756,556 | 10/7/88 | 1,538,049 | 5/9/89 |
| GOLDEN SOUND PUZZLE® | 28 | 74/284,473 | 6/15/92 | 1,792,199 | 9/7/93 |
| GOLDEN SOUND STORY & DESIGN® | 16 | 74/206,824 | 9/23/91 | 1,708,132 | 8/18/92 |
| GOLDEN SOUND STORY® | 16 | 74/362,981 | 3/1/93 | 1,807,495 | 11/30/93 |
| GOLDEN STEP AHEAD & DESIGN® | 16 | 474,977 | 4/11/84 | 1,328,466 | 4/2/85 |
| GOLDEN STEP AHEAD & DESIGN® | 9 | 518,982 | 1/23/85 | 1,364,206 | 10/8/85 |
| GOLDEN STEP AHEAD PLUS® | 16 | 622,985 | 9/29/86 | 1,438,581 | 5/5/87 |
| GOLDEN STEP AHEAD® | 16 | 73/805,991 | 6/12/89 | 1,586,727 | 3/13/90 |
| GOLDEN STEP AHEAD® | 16 | 477,287 | 4/25/84 | 1,339,161 | 6/4/85 |
| GOLDEN STEP AHEAD® | 9 | 517,655 | 1/11/85 | 1,350,485 | 7/23/85 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|-------------|-------------|-----------|-----------|
| GOLDEN STEP AHEAD® | 16 | 537,431 | 5/13/85 | 1,368,956 | 11/5/85 |
| GOLDEN STEP AHEAD® | 28 | 610,750 | 7/21/86 | 1,431,344 | 3/3/87 |
| GOLDEN STORY BOOK 'N' TAPE® | 9 | 756,558 | 10/7/88 | 1,538,050 | 5/9/89 |
| GOLDEN STORYLAND FOR KIDS & DESIGN® | 42 | 74/497,018 | 3/4/94 | 1,885,466 | 3/21/95 |
| GOLDEN TALKING TALES® | 16 | 74/359,128 | 2/16/93 | 1,838,422 | 5/31/94 |
| GOLDEN TELL-A-TALE® | 16 | 73/585,773 | 3/3/86 | 1,410,470 | 9/23/86 |
| GOLDEN® | 16 | 793,532 | 4/13/89 | 1,569,673 | 12/5/89 |
| GOLDEN®* | 9 | .74/155,049 | 4/8/91 | 1,694,132 | 6/16/92 |
| GOLDEN® | 28 | 72/433,188 | 8/18/72 | 962,615 | 7/3/73 |
| GOLDEN® | 28 | 441,888 | 8/31/83 | 1,291,337 | 8/21/84 |
| GOLDEN® | 16 | 104,510 | 10/26/76 | 1,075,521 | 10/18/77 |
| GOLDENCRAFT DESIGN® (Round star shape with griffin) | 16 | 72/432,645 | 8/14/72 | 978,146 | 2/5/74 |
| GOLDENCRAFT® | 16 | 73/079,456 | 3/8/76 | 1,053,290 | 11/23/76 |
| GOLDENVISION & DESIGN® | 9 | 646,309 | 2/24/87 | 1,457,284 | 9/15/87 |
| GOLDENVISION® | 9 | 73/784,481 | 3/3/89 | 1,586,574 | 3/13/90 |
| LITTLE GOLDEN BOOK DESIGN® (Gold Spine/Animals) | 16 | 73/317,486 | 7/2/81 | 1,250,300 | 9/6/83 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|------------|-------------|-----------|-----------|
| LITTLE GOLDEN BOOK DESIGN® (Format Trade Dress/Animals Spine) | 16 | 73/431,481 | 6/20/83 | 1,312,277 | 6/1/85 |
| LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo) | 28 | 73/766,999 | 12/2/88 | 1,579,180 | 1/23/90 |
| LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo) | 16 | 73/766,997 | 12/2/88 | 1,580,028 | 1/30/90 |
| LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo) | 9 16 | 73/776,568 | 1/2/89 | 1,556,660 | 9/19/89 |
| LITTLE GOLDEN BOOK LAND & DESIGN® (Tootle Logo) | 9 | 73/771,898 | 12/24/88 | 1,568,073 | 11/28/89 |
| LITTLE GOLDEN BOOK LAND® | 9 16 28 | 73/783,608 | 2/24/89 | 1,574,535 | 1/2/90 |
| LITTLE GOLDEN BOOKS® | 16 | 72/382,853 | 2/1/71 | 931,794 | 4/4/72 |
| LITTLE GOLDEN BOOKS® (Stylized) | 16 | 75/173,986 | 9/30/96 | 2,105,229 | 10/14/97 |
| LITTLE GOLDEN SOUND STORY® | 16 | 74/362,985 | 3/1/93 | 1,803,242 | 11/9/93 |
| LITTLE LITTLE GOLDEN BOOKS® (Stylized) | 16 | 75/174,013 | 9/30/96 | 2,103,253 | 10/7/97 |
| MY FIRST GOLDEN BOARD BOOK® | 16 | 74/075,656 | 7/5/90 | 1,646,830 | 6/4/91 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--|----------------|------------|-------------|-----------|-----------|
| MY FIRST GOLDEN BOARD BOOK® (Stylized) | 16 | 75/174,590 | 9/30/96 | 2,103,270 | 10/7/97 |
| MY FIRST GOLDEN SOUND STORY® | 16 | 74/360,160 | 2/11/93 | 1,832,199 | 4/19/94 |
| THE GOLDEN BOOK ENCYCLOPEDIA® | 16 | 717,874 | 3/21/88 | 1,510,101 | 10/25/88 |
| THE GOLDEN SCIENCE CLOSE-UP SERIES & DESIGN® | 16 | 74/207,259 | 9/26/91 | 1,701,778 | 7/21/92 |

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THE GOLDEN BOOKS TRADEMARK PROPERTIES

Registrations and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|---------------|-------------|-----------|-----------|
| Car Charles Co. 10 (CA) | 128 | Projezen(e):k | | | |
| G DESIGN™ (Goldie Logo) | 9 | 75/209,714 | 12/9/96 | | |
| G DESIGN™ (Goldie Logo) | 28 | 75/210,691 | 12/9/96 | | |
| G DESIGN™ (Goldie Logo)® | 16 | 75/210,072 | 12/8/96 | 2,237,284 | |
| GOLDEN BOOKSSM | 41 | 75/120,280 | 6/17/96 | | |
| LITTLE GOLDEN BOOK DESIGN™ (Gold Spine/Stars) | 28 | 75/021,772 | 11/17/95 | | |
| LITTLE GOLDEN BOOK DESIGN™ (Format Trade Dress/Stars Spine) | 28 | 75/024,082 | 11/17/95 | | |
| LITTLE GOLDEN BOOK DESIGN™ (Format Trade Dress/Stars Spine) | 16 | 75/024,087 | 11/17/95 | | |
| GOLD SPINE DESIGN™ | 16 | 75/446,162 | 3/6/98 | | |
| GOLDEN STORYBOOK LAND SM | 41 | 75/434,715 | 2/17/98 | | |
| A GOLDEN SQUEAK-TIME BOOK™ | 16 | 75/434,713 | 2/17/98 | 2,302,770 | 12/21/99 |
| GOLDEN GAMES™ | 42 | 75/403,970 | 12/11/97 | | |

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^{*}Licensed to St. Martin's Press, Incorporated pursuant to purchase agreement and order of the Bankruptcy Court dated March 25, 1999.



MISCELLANEOUS TRADEMARK PROPERTIES Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--|----------------|---------------------|-------------|-----------|-----------|
| | 1,3 | sterkspille, verens | N TO THE | | |
| A LITTLE NUGGET BOOK® | 16 | 74/172,182 | 6/3/91 | 1,742,274 | 12/22/92 |
| A LITTLE STORYLAND BOOK® | 16 | 73/684,461 | 9/16/87 | 1,488,415 | 5/17/88 |
| A MERRIGOLD MINIATURE® | 16 | 73/379,363 | 9/26/80 | 1,193,978 | 4/20/82 |
| A MERRIGOLD PRESS DRIVE AWAY BOOK® | 16 | 74/505,937 | 3/28/94 | 1,918,844 | 9/12/95 |
| A MERRIGOLD PRESS TELL-A- TALE® | 16 | 74/559,250 | 8/10/94 | 1,941,834 | 12/12/95 |
| A MILLION BUCKS® | 28 | 73/830,737 | 10/11/89 | 1,621,380 | 11/6/90 |
| A S-T-R-E-T-C-H A STRING BOOK® | 16 | 74/656,160 | 2/21/95 | 2,041,209 | 2/25/97 |
| A SHAPED LITTLE NUGGET BOOK® | 16 | 74/500,543 | 3/15/94 | 1,926,436 | 10/10/95 |
| A SHAPED NAPTIME TALE® | 16 | 74/588,309 | 10/17/94 | 1,962,486 | 3/12/96 |
| ACTIONCAPS® | 16 | 74/484,062 | 1/31/94 | 1,899,858 | 6/13/95 |
| AMERICAN FREEDOM LIBRARY | | 75/490,807 | | | |
| AMERICAN REFERENCE LIBRARY | | 75/474,548 | | | |
| AN EASIER START MOVIE STORYBOOK® | 16 | 75/290,940 | 5/13/97 | 2,219,659 | 1/19/99 |
| AN EASIEST START MOVIE STORYBOOK® | 16 | 75/290,941 | 5/13/97 | 2,219,660 | 1/19/99 |
| AN EASY START MOVIE STORYBOOK® | 16 | 75/290,942 | 5/13/97 | 2,219,661 | 1/19/99 |
| ARTISTS & WRITERS GUILD AND DESIGN® | 16 | 74/335,502 | 11/30/92 | 1,833,320 | 4/26/94 |
| ARTISTS & WRITERS GUILD BOOKS AND DESIGN® | 16 | 74/387,253 | 5/6/93 | 1,863,202 | 11/15/94 |

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MISCELLANEOUS TRADEMARK PROPERTIES

Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|-----------------------------------|----------------|------------|-------------|-----------|-----------|
| ARTISTS & WRITERS GUILD BOOKS® | 16 | 74/601,087 | 11/21/94 | 1,925,445 | 10/10/95 |
| BATHS WITH LAUGHS® | 16 | 74/627,939 | 1/31/95 | 2,049,627 | 4/1/97 |
| BATTLE OF THE DINOSAURS® | 28 | 74/339,520 | 12/14/92 | 1,811,618 | 12/14/93 |
| BIG FUN SOUNDS® | 16 | 74/459,984 | 11/18/93 | 1,903,555 | 7/4/95 |
| BIG LITTLE BOOK® | 16 | 72/322,022 | 3/18/69 | 902,127 | 11/10/70 |
| BROADWAY COMICS | 16 | 74/636,878 | 2/21/95 | 2,012,719 | 10/29/96 |
| BUG OFF® | 28 | 73/284,455 | 11/3/80 | 1,202,874 | 7/27/82 |
| CAMP STEP AHEAD® | 16 | 74/206,160 | 9/23/91 | 1,749,391 | 1/26/93 |
| COLOR EXPRESS® | 16 | 74/312,504 | 9/10/92 | 1,820,601 | 2/8/94 |
| COLOR EXPRESS® (Stylized) | 16 | 74/312,505 | 9/10/92 | 1,820,602 | 2/8/94 |
| COLOR SURPRISE® | 16 | 75/045,010 | 11/13/95 | 2,171,617 | 7/7/98 |
| CREATURECAPS® | 16 | 74/484,065 | 1/31/94 | 1,904,989 | 7/11/95 |
| CUSTOM PUBLISHING® | 42 | 73/823,525 | 11/24/89 | 1,591,540 | 4/10/90 |
| DESIGNS BY ME | | 75/564,883 | | | |
| DESIGNS BY ME® | 16 | 74/497,668 | 3/7/94 | 1,904,990 | 7/11/95 |
| DISORDERLY CONDUCT® | 28 | 74/462,076 | 11/8/93 | 1,861,056 | 11/1/94 |
| EAGER READER® (Stylized) | 16 | 73/031,897 | 9/12/74 | 1,017,999 | 8/12/75 |

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MISCELLANEOUS TRADEMARK PROPERTIES

Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'i Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--------------------------------------|----------------|------------|-------------|-----------|-----------|
| FATALE® | 16 | 74/680,875 | 5/26/95 | 2,007,250 | 10/8/96 |
| FEDERAL REFERENCE LIBRARY | | 75/525,598 | | | |
| FIRST FUN & DESIGN® (Blocks Logo) | 16 | 74/155,207 | 4/8/91 | 1,671,116 | 1/7/92 |
| FIRST FUN®* | 16 | 73/366,090 | 5/24/82 | 1,229,737 | 3/8/83 |
| FLIPFLEX® | 28 | 74/282,269 | 6/8/92 | 1,780,872 | 7/6/93 |
| FLY CAPS® | 16 | 74/609,940 | 12/12/94 | 1,980,272 | 6/11/96 |
| FLYING FRENCH FRIES® | 28 | 74/305,497 | 8/19/92 | 1,848,260 | 8/2/94 |
| FRAME-TRAY® | 28 | 232,861 | 9/26/79 | 1,190,096 | 2/16/82 |
| FRAME-TRAY® | 28 | 75/169,279 | 9/20/96 | 2,105,180 | 10/14/97 |
| FURRY FACE® | 16 | 74/417,311 | 7/26/93 | 1,870,544 | 12/27/94 |
| GIANT STICKER FUN® | 16 | 74/155,203 | 4/8/91 | 1,690,141 | 6/2/92 |
| GIRL TALK AND DESIGN® | 16 | 73/739,904 | 7/11/88 | 1,590,824 | 4/10/90 |
| GIRL TALK® | 9 | 74/505,185 | 3/25/94 | 1,884,772 | 3/21/95 |
| GIRL TALK® | 16 | 72/391,235 | 5/6/71 | 925,538 | 12/14/71 |
| HEAR! HEAR!® | 16 | 74/479,496 | 1/18/94 | 1,906,516 | 7/18/95 |
| HOME REFERENCE LIBRARY | | 75/525,599 | | | |
| HOTSCOPES® | 16 | 74/336,729 | 12/4/92 | 1,819,484 | 2/1/94 |
| HUBCAPS® | 16 | 74/484,063 | 1/31/94 | 1,899,859 | 6/13/95 |
| JR. GOLFER | | | | 2,168,710 | |
| KNIGHTS ON BROADWAY | 16 | 75/146,679 | 8/7/96 | 2,091,091 | 8/26/97 |
| LEARN WITH ME® | 9 | 73/315,954 | 6/22/81 | 1,202,566 | 7/27/82 |

^{*}Currently registered under the name "Western Publishing Company, Inc. We are in the process of recording the name change to "Golden Books Publishing Company, Inc."

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MISCELLANEOUS TRADEMARK PROPERTIES

Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--|----------------|------------|-------------|-----------|-----------|
| LITERATURE REFERENCE LIBRARY | | 75/481,031 | | | |
| LITTLE LOOK-IN® | 16 | 74/267,183 | 3/11/93 | 1,846,217 | 7/19/94 |
| LITTLE LULU® | 16 | 72/419,687 | 3/27/72 | 958,607 | 5/8/73 |
| LITTLE LULU® | 16 | 72/420,496 | 4/5/72 | 959,441 | 5/22/73 |
| LITTLE LULU® | 16 | 72/436,008 | 9/18/72 | 962,620 | 7/3/73 |
| LITTLE LULU® | 16 | 72/460,870 | 6/20/73 | 990,189 | 8/6/74 |
| MAGIC CORNER® | 16 | 74/417,029 | 7/26/93 | 1,865,270 | 11/29/94 |
| MAGIC SLATE PLUS® | 28 | 74/058,604 | 5/14/90 | 1,642,916 | 4/30/91 |
| MAGIC SLATE® | 28 | 73/495,446 | 8/17/84 | 1,329,834 | 4/9/85 |
| MAGNUS ROBOT FIGHTER® | 16 | 74/335,510 | 11/30/92 | 1,860,373 | 10/25/94 |
| MARK & SEE® | 16 | 73,793,534 | 4/13/89 | 1,570,907 | 12/12/89 |
| MATHEMATICS REFERENCE LIBRARY | | 75/481,197 | | | |
| MERRIGOLD & DESIGN® (Flower with Smiling Face Logo) | 16 | 74/319,373 | 10/2/92 | 1,820,606 | 2/8/94 |
| MERRIGOLD PRESS & DESIGN® (Flower Logo) | 16 | 74/533,161 | 6/3/94 | 1,924,620 | 10/3/95 |
| MERRIGOLD PRESS & DESIGN® (Flower Logo) | 28 | 75/037,204 | 12/26/95 | 2,124,229 | 12/23/97 |
| MERRIGOLD PRESS & DESIGN® (Children Reading Logo) | 16 | 73/624,815 | 10/9/86 | 1,443,120 | 6/16/87 |
| MERRIGOLD PRESS® | 16 | 73/317,363 | 7/2/81 | 1,202,005 | 7/20/82 |
| MY FIRST SOUND STORY® | 16 | 75/046,586 | 1/22/96 | 2,065,939 | 5/27/97 |
| NATURE SHAPE® | 16 | 74/393,082 | 5/21/93 | 1,860,388 | 10/25/94 |
| PAINT WITH WATER & DESIGN® (Rainbow Logo) | 16 | 73/437,696 | 8/3/83 | 1,301,577 | 10/23/84 |

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MISCELLANEOUS TRADEMARK PROPERTIES

Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|-----------------------------------|----------------|------------|-------------|-----------|-----------|
| PAT THE BUNNY** | | 75/649,680 | | | |
| PAT THE BUNNY®** | 28 | 73/702,316 | 12/21/87 | 1,654,411 | 8/20/91 |
| PICTUREMATION® | 9 | 73/583,752 | 2/19/86 | 1,409,304 | 9/16/86 |
| PIRATE'S GOLD® (Stylized) | 28 | 74/244,853 | 2/10/92 | 1,832,306 | 4/19/94 |
| PLAY LIGHTS® | 16 | 74/347,274 | 1/11/93 | 1,849,257 | 8/9/94 |
| POPPIN' POPCORN® | 28 | 74/325,782 | 10/26/92 | 1,796,011 | 9/28/93 |
| POWERS THAT BE | 16 | 74/640,345 | 2/22/95 | 2,007,137 | 10/8/96 |
| PRESIDENTIAL REFERENCE LIBRARY | | 75/481,100 | | | |
| PRESS 'N' LISTEN® | 9 | 74/479,863 | 1/18/94 | 1,875,136 | 1/24/95 |
| READ AND WEAR™ | 16 | 75/294,774 | 5/20/97 | 2,192,895 | 9/29/98 |
| SCIENCE CLOSE-UP® | 16 | 74/163,646 | 5/6/91 | 1,710,764 | 8/25/92 |
| SCRATCH AND SNIFF & DESIGN™ | 16 | 75/297,619 | 5/23/97 | 2,219,674 | 1/19/99 |
| SCREAMIN' 3-D™® | 16 | 75/155,258 | 8/23/96 | 2,220,767 | 1/26/99 |
| SCUFFY THE TUGBOAT | | 75/622,940 | | | |
| SCUFFY THE TUGBOAT™® | 16 | 75/028,582 | 12/6/95 | 2,062,768 | 5/20/97 |
| SEE-A-WORD® | 16 | 73/310,734 | 5/18/81 | 1,196,233 | 5/25/82 |
| SEEK AND PEEK® | 28 | 73/281,973 | 10/16/80 | 1,196,919 | 6/1/82 |
| SHADOW STATE | 16 | 74/640,350 | 2/22/95 | 2,065,561 | 5/27/97 |
| SHAPE 'N' TAPE® | 9 | 74/479,114 | 1/14/94 | 1,949,492 | 1/16/96 |
| SIGHT 'N' SOUND® | 16 | 74/489,923 | 1/14/94 | 1,880,593 | 2/28/95 |
| SILLY SOUND STORIES® | 28 | 74/522,695 | 5/10/94 | 1,932,371 | 10/31/95 |
| SOLAR MAN OF THE ATOM® | 16 | 74/343,085 | 12/24/92 | 1,794,948 | 9/28/93 |

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MISCELLANEOUS TRADEMARK PROPERTIES

Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'i Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--|----------------|------------|-------------|-----------|-----------|
| SONG STEPPER® | 16 | 74/259,574 | 3/27/92 | 1,766,709 | 4/20/93 |
| SORT-A-SILLY® | 28 | 74/434,328 | 9/7/93 | 1,890,635 | 4/18/95 |
| SOUND OFF® (Stylized) | 28 | 74/244,851 | 2/10/92 | 1,772,487 | 5/18/93 |
| SOUND PICTURES® | 28 | 74/696,194 | 7/3/95 | 2,007,265 | 10/8/96 |
| SOUND STORY & DESIGN® (Blocks Logo) | 16 | 73/831,591 | 10/16/89 | 1,634,014 | 2/5/91 |
| SOUNDS BY ME & DESIGN® | 16 | 74/511,400 | 4/8/94 | 1,926,441 | 10/10/95 |
| SOUNDS BY ME® | 16 | 74/505,948 | 3/28/94 | 1,903,562 | 7/4/95 |
| SOUNDS OF THE SEASON® | 16 | 74/479,519 | 1/18/94 | 1,899,855 | 6/13/95 |
| STAR SEED | 16 | 75/142,699 | 7/31/96 | 2,073,947 | 6/24/97 |
| STEP AHEAD & DESIGN® (Ladder Logo) | 16 | 74/607,876 | 12/7/94 | 1,986,311 | 7/9/96 |
| STEP AHEAD® | 9 | 74/524,874 | 5/16/94 | 1,946,092 | 1/2/96 |
| STEP AHEAD® | 16 | 74/681,898 | 5/30/95 | 1,968,573 | 4/16/96 |
| STEP AHEAD® | 16 | 73/489,158 | 7/9/84 | 1,325,789 | 3/19/85 |
| STICKALONGS® | 16 | 74/470,315 | 12/6/93 | 1,891,731 | 4/25/95 |
| STICKER FUN® | 16 | 73/315,088 | 6/17/81 | 1,202,001 | 7/20/82 |
| STICKER STARTERS® | 16 | 74/607,877 | 12/7/94 | 1,981,706 | 6/18/96 |
| STORYTIME PLAYSET® | 16 | 74/486,872 | 1/31/94 | 1,906,518 | 7/18/95 |
| SWAT THAT FLY® | 28 | 74/325,781 | 10/26/92 | 1,810,139 | 12/7/93 |
| TALE 'N' TAPE® | 9 | 74/218,965 | 11/4/91 | 1,812,763 | 12/21/93 |
| TAWNY SCRAWNY LION | | 75/623,329 | | | |
| TELL-A-TALE® | 16 | 73/822,269 | 8/28/89 | 1,588,862 | 3/27/90 |
| THE GINGHAMS® | 16 | 73/827,581 | 9/25/89 | 1,594,210 | 5/1/90 |

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MISCELLANEOUS TRADEMARK PROPERTIES

Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|------------|-------------|-----------|-----------|
| THE GREENHOUSE A GUIDE TO INDOOR GARDENING® | 16 | 73/234,057 | 10/5/79 | 1,170,142 | 9/22/81 |
| THE LITTLE LULU SHOW | | 75/495,008 | | | |
| THE OFFICIAL GIRL TALK FUN CLUB & DESIGN® | 42 | 74/065,724 | 6/4/90 | 1,646,428 | 5/28/91 |
| THE POKY LITTLE PUPPY | | 75/621,415 | | _ | |
| THE POKY LITTLE PUPPY | | 75/621,134 | | | |
| THE POKY LITTLE PUPPY® | 16 | 73/724,046 | 4/22/88 | 1,529,675 | 3/14/89 |
| THE RAINBOW WORKS & DESIGN® | 16 | 73/660,694 | 5/14/87 | 1,468,297 | 12/8/87 |
| THE RAINBOW WORKS & DESIGN® | 28 | 73/661,805 | 5/19/87 | 1,470,773 | 12/29/87 |
| THE SAGGY BAGGY ELEPHANT | | 75/621,902 | | | |
| THE SAGGY BAGGY ELEPHANT | | 75/621,125 | | | |
| THE SCRIBBLER & DESIGN® (Owl Logo) | 16 | 73/238,027 | 11/5/79 | 1,182,044 | 12/15/81 |
| THE SHY LITTLE KITTEN | | 75/623,330 | | | |
| THE SHY LITTLE KITTEN | | 75/622,934 | | | |
| THE SHY LITTLE KITTEN® | 16 | 74/158,105 | 4/17/91 | 1,713,539 | 9/8/92 |
| THE SUNNY PAGES WESTERN KENTUCKY DIRECTORIES | | | | 2,019,249 | |
| THROUGH THE WINDOW® | 16 | 74/417,656 | 7/26/93 | 1,848,201 | 8/2/94 |
| TINY TOTS® | 16 | 74/416,372 | 7/26/93 | 1,849,280 | 8/9/94 |
| TOOTLE | | 75/622,121 | | | |
| TOOTLE | | 75/622,114 | | | |
| TOUCH 'N' LISTEN® | 9 | 74/479,857 | 1/18/94 | 1,875,135 | 1/24/95 |

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MISCELLANEOUS TRADEMARK PROPERTIES

Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|-------------------------------|----------------|------------|-------------|-----------|-----------|
| TRIXIE BELDEN® | 16 | 91,497 | 6/24/76 | 1,060,755 | 3/8/77 |
| TUBBY® | 16; 28 | 32,508 | 9/20/74 | 1,057,536 | 2/1/77 |
| TUROK DINOSAUR HUNTER® | 16 | 74/341,952 | 12/14/92 | 1,812,922 | 12/21/93 |
| TUROK THE DINOSAUR HUNTER™ | 28 | 75/395,946 | 11/25/97 | | |
| TYRANNOCAPS® | 16 | 74/484,061 | 1/31/94 | 1,899,857 | 6/13/95 |
| VISAGE COMICS | 16 | 75/024,920 | 2/8/96 | 2,124,250 | 12/23/97 |
| VISAGE COMICS | 41 | 75/054,919 | 2/7/96 | 2,157,295 | 5/12/98 |
| WAVE & DESIGN® | 16 | 74/358,656 | 2/11/93 | 1,825,825 | 3/8/94 |
| WAVE® | 16 | 74/384,923 | 4/26/93 | 1,846,220 | 7/19/94 |
| WESTERN & DESIGN® (W Logo) | 35 | 72,433,303 | 8/21/72 | 954,215 | 2/27/73 |
| WESTERN PUBLISHING® | 42 | 73/822,618 | 8/28/89 | 1,601,559 | 6/12/90 |
| WESTERN® | 35 | 72/276,268 | 7/18/67 | 856,218 | 9/3/68 |
| WILDLIFECAPS® | 16 | 74/484,064 | 1/31/94 | 1,904,988 | 7/11/95 |

4565/31930-005 NYLIB1/932650 v9

MISCELLANEOUS TRADEMARK PROPERTIES

Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|----------------|-------------|-------------|-----------|-----------|
| WORLD HISTORY REFERENCE | | 75/481,030 | | | |
| | | PPLICSTIONS | Y. | | |
| LEADING TO READING™ | 35 | 75/380,629 | 10/29/97 | | |
| LEADING TO READING™ | 41 | 75/380,720 | 10/29/97 | | |
| TOTALLY AMAZING® | 16 | 75/462,641 | 4/2/98 | 2,256,138 | |
| WE CELEBRATE THE FAMILY SM | 28 | 75/124,104 | 6/24/96 | | |
| THE LITTLE LULU SHOW | 41 | 75/495,008 | 6/2/98 | | |
| COLOR PLUS FUN | 16 | 75/541,720 | 8/24/98 | | |
| SPACE FAMILY ROBINSON™ | 41 | 74/462,085 | 11/8/93 | | |
| DRIVE AWAY (WP Ref. 106)* registered under "Western Publishing" | 16 | 73/428,020 | 5/31/83 | 1,281,527 | 6/12/84 |

4565/31930-005 NYLIB1/932650 v9

A.

"LASSIE" TRADEMARK PROPERTIES Registered and Pending Trademarks and Service Marks (U.S. Patent and Trademark Office)

Registrant/Applicant: Golden Books Publishing Company, Inc.

| Mark | Int'l Class | Serial No. | Filing Date | Reg. No. | Reg. Date |
|--------|-----------------|------------|-------------|-----------|-----------|
| | | RECOST | LELY WORLS | | |
| LASSIE | 28 | 74/390,911 | 5/17/93 | 2,169,777 | 6/30/98 |
| LASSIE | 3, 5, 6, 18, 21 | 73/137,918 | 8/17/77 | 1,089,519 | 4/18/78 |
| LASSIE | 41 | 72/034,711 | 7/31/57 | 670,403 | 11/25/58 |
| LASSIE | 5 | 74/507,675 | 3/31/94 | 2,000,556 | 9/17/96 |
| LASSIE | 9 | 74/370,706 | 3/22/93 | 2,219,095 | 1/19/99 |
| LASSIE | 16 | 74/714,226 | 8/11/95 | 2,209,373 | 12/8/98 |

LONE RANGER

| Country | <u>Mark</u> | Reg. No./(Appl. No.) | Reg. Date/(Filing Date) | <u>Class</u> |
|---------|-------------------------|----------------------|-------------------------|--------------|
| USA | LONE RANGER | 850,146 | 6/4/68 | 28 |
| | LONE RANGER | 2,116,491 | 11/25/97 | 25 |
| | THE LONE RANGER | 1,314,682 | 1/15/85 | 21 |
| | THE LONE RANGER | 770,539 | 5/26/64 | 41 |
| | THE LONE RANGER | 365,670 | 3/14/39 | 16 |
| | LONE RANGER | 2,173,208 | 7/14/98 | 9 |
| | LONE RANGER | 2,169,772 | 6/30/98) | 16 |
| | LONE RANGER | 2,139,305 | 2/24/98 | 28 |
| | SILVER | 1,802,750 | 11/2/93 | 21 |
| | Lone Ranger Theme Music | 2,155,923 | 5/12/98 | 41 |
| | Lone Ranger Theme Music | 2,155,924 | 5/12/98 | 9 |
| | | | | |

UNDERDOG

A. TRADEMARKS

Trademark

Registration/Application No.

Design (Underdog)

UNDERDOG UNDERDOG

UNDERDOG

Application No. 75/167,387

Registration No. 2,145,933

Application No. 75/167,383

Application No. 75/182,377

TRADEMARK REEL: 002176 FRAME: 0509

RECORDED: 09/14/2000