

01-02-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Austad Holdings, Inc. 12-26-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other

See Attachment 1

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: August 19, 1999

2. Name and address of receiving party(ies)

Name: Mammoth Sports Group, Inc.

Internal Address:

Street Address: 1025 North Euclid Avenue,

City: Oak Park State: IL Zip: 60303

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Maryland

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 See Attachment 2

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

A. Trademark Application No.(s)

751481, 109

B. Trademark Registration No.(s)

1,390,051

Additional number(s) attached Yes No

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

Name: Todd D. Epp, Esq.

Internal Address: P.O. Box 520

Harrisburg, SD 57032

Street Address: 610 South Grand Avenue

City: Harrisburg State: SD Zip: 57032

6. Total number of applications and registrations involved: 25

7. Total fee (37 CFR 3.41).....\$ 640.00

(1 X \$40.00 & 24 X \$25.00) Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Todd D. Epp Name of Person Signing

Signature

12-19-02 Date

Total number of pages including cover sheet, attachments, and document: 13

12/31/2002 DBTRM: 00000079 1390051

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521 02 FC:8522

40.00 OP 600.00 OP

TRADEMARK REEL: 002641 FRAME: 0700

Section 1, Form PTO-1594
ATTACHMENT 1

The Austad Company, a South Dakota corporation
Hanover Direct, Inc., a Delaware corporation
Hanover South Dakota Company, a South Dakota corporation

Section 2, Form PTO-1594
ATTACHMENT 2

Euclid Logistics, Inc. a Maryland corporation

Additional Trademark Registrations for Recordation of Assignment

Captain Hook	1,658,309
Arsenal	1,605,767
Accutech	1,608,384
Accutech	1,632,458
Austad's	1,546,543
Austad's	2,104,867
Austad	1,091,183
Avalanche	2,226,031
Eversoft	1,348,062
Linksport	1,699,168
Linksport	1,717,139
Link Sport	1,665,823
Nubbies	1,319,504
Senator (stylized)	1,039,321
Senator (stylized)	1,058,554
Top Hat (design)	1,039,322
Golfer in Swing (design)	1,536,527
Swinger Logo	2,059,181
Swinger Logo	1,916,567
Sycamore Hills	1,729,453
TI Power	2,109,919
Trouble Lies	2,296,898
Hillsider	2,221,009

BEFORE THE
UNITED STATES PATENT AND TRADEMARK OFFICE

IN RE:

Crusher	1,390,051
Captain Hook	1,658,309
Arsenal	1,605,767
Accutech	1,608,384
Accutech	1,632,458
Austad's	1,546,543
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TI Power	2,109,919
After 18	75/481,109
Trouble Lies	2,296,898
Hillsider	2,221,009

AFFIDAVIT OF
LISA GREEN

I, Lisa Green, do hereby depose and say:

1. I am over the age of 18 and freely make this Affidavit.
2. I have personal knowledge of the use and status of the above named

registered trademarks (Marks) as they may relate to Hanover Direct, Inc.

3. From August 1996 to June 1997, I was the in-house legal counsel for Hanover Direct, Inc. (Hanover) familiar with its advertising and marketing; from June 1997 to January 1999, I was the outside legal counsel for Hanover advising Hanover on advertising and marketing; and from January 1999 to the present, I am the in-house legal counsel for Hanover in all areas. In these positions, I had the greatest familiarity than anyone connected with Hanover in the use, transfer, licensing, etc. of Hanover's trademark portfolio.

4. The Austad Company changed its name on December 13, 1999 to Hanover South Dakota Company. On December 25, 1999 the Hanover South Dakota Company was dissolved, its assets were distributed to Hanover Golf, Inc., and Hanover Golf, Inc. was dissolved as a corporation.

5. Austad Holdings, Inc. was until December 6, 1999, a wholly owned subsidiary of Hanover. On December 6, 1999 the name of Austad Holdings, Inc. was changed to Hanover Golf, Inc. and on December 25, 1999, Hanover Golf, Inc. was dissolved as a corporation.

6. Pursuant to an Asset Purchase Agreement entered into as of August 19, 1999 among Euclid Logistics, Inc., an Illinois corporation ("Buyer"), Hanover, Austad Holdings, Inc., a then wholly-owned subsidiary of Hanover ("AHI"), and The Austad Company, a then indirect wholly-owned subsidiary of Hanover ("TAC") (AHI and TAC, together, the "Sellers"), the Austad Company and Austad Holdings, Inc. sold and assigned the Marks set forth in Exhibit A, attached hereto and incorporated herein, to Euclid Logistics, Inc., as Buyer. It is my


understanding that Euclid Logistics, Inc. is owned by Mammoth Sports Group, Inc.

7. That for some reason, the assignment documents for these Marks were not filed with the United States Patent and Trademark Office.

8. That I do know that all of the files for the transfer of the trademark portfolio from Austad Holdings, Inc. and The Austad Company to Mammoth Sports Group, Inc. were transferred from our outside trademark counsel (Martin B. Schwimmer of Fross Zelnick Lehrman & Zissu, P.C.) to John L. Walsh of Aquilino, Welsh & Flaxman, PC of Arlington, VA. I have a copy of the transmittal letter dated January 11, 2000 from Mr. Schwimmer to Mr. Welsh. (See Exhibit B, a true and correct copy of the Schwimmer letter, attached hereto and incorporated herein. See also Exhibit C, a true and correct copy of the letter from Mr. Welsh to Mr. Schwimmer requesting such transfer, attached hereto and incorporated herein.)

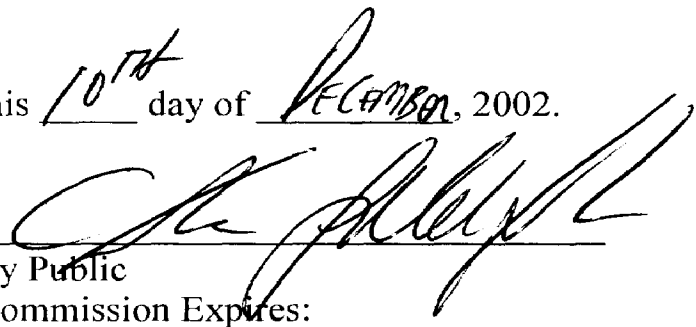
9. That to the best of my knowledge, the Marks were not assigned to any other person or entity other than Euclid Logistics, Inc., which I understand is now owned by Mammoth Sports Group, Inc.

Dated this 10th day of December, 2002

/s/ 

State of New Jersey SS:
County of Hudson

Subscribed and sworn to before me this 10th day of December, 2002.



Notary Public
My Commission Expires:

(SEAL)

CHARLES GOLDFARB
Notary Public, State of New York
No. 01GO6567500
Qualified in New York County
Commission Expires March 30, 2006

EXHIBIT A

Trademarks Assigned from Hanover Direct, Inc. to Mammoth Sports Group, Inc.

<u>Mark</u>	<u>Owner</u>	<u>Serial or Registration #</u>
Crusher	The Austad Co.	1,390,051
Captain Hook	Austad Holdings, Inc.	1,658,309
Arsenal	Austad Holdings, Inc.	1,605,767
Accutech	The Austad Co.	1,608,384
Accutech	Austad Holdings, Inc.	1,632,458
Austad's	The Austad Co.	1,546,543
Austad's	Austad Holdings, Inc.	2,104,867
Austad	The Austad Co.	1,091,183
Avalanche	Austad Holdings, Inc.	2,226,031
Eversoft	The Austad Co.	1,348,062
Linksport	Austad Holdings, Inc.	1,699,168
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TI Power	Austad Holdings, Inc.	2,109,919
After 18	Austad Holdings, Inc.	75/481,109
Trouble Lies	Austad Holdings, Inc.	2,296,898
Hillsider	Austad Holdings, Inc.	2,221,009

**MAMMOTH SPORTS GROUP INC's Trademarks
obtained from AUSTAD HOLDINGS**

Title	Country	Class	Serial No.	Reg. No.	Reg. Date	Affidavit or Renewal Date
✓ SENATOR	US	28	73/057,528	1,039,321	05/11/76	05/11/06
✓ SENATOR	US	28	73/117,339	1,074,661	10/04/77	10/04/07
✓ NUBBIES	US	25	73/464,083	1,319,504	02/12/85	02/12/05
✓ EVERSOFIT	US	25	73/464,084	1,348,062	07/09/85	07/09/05
✓ CRUSHER	US	28	73/560,242	1,390,051	04/15/86	04/15/06
✓ AUSTAD'S	US	28	73/739,159	1,546,543	07/04/89	07/04/09
✓ ARSENAL	US	28	74/004,763	1,605,767	07/10/90	07/10/00
✓ ACCUTECH	US	28	74/011,665	1,608,384	07/31/90	07/31/00
✓ ACCUTECH	US	28	74/042,542	1,632,458	01/22/91	01/22/01
✓ CAPTAIN HOOK	US	28	74/106,889	1,658,309	09/24/91	09/24/01
✓ LINK SPORT	US	16	74/107,020	1,665,823	11/26/91	11/26/01 CANCELLED
✓ LINKSPORT	US	25	74/158,970	1,717,139	09/15/92	09/15/02
✓ LINKSPORT	US	25	74/161,635	1,669,168	07/07/92	07/07/02
✓ DESIGN	US	25	74/545,518	1,916,567	09/05/95	09/05/00 - 01
✓ AUSTAD'S	US	42	75/101,299	2,104,867	10/14/97	10/14/03
✓ HILLSIDER	US	28	75/353,898	2,221,009	01/26/99	01/26/04 - 05
✓ AUSTAD'S GOLFER LOGO	US	42	75/097,849	2,059,181	05/06/97	05/06/02 - 03

Exhibit C, p. 2

Title	Country	Class	Serial No.	Reg. No.	Reg. Date	Affidavit or Renewal Date
✓ TI POWER	US	28	75/102,530	2,109,919	10/28/97	10/28/02 - 03
✓ AFTER 18	US	28	75/481,109			son due 12/22/99 - EOT
✓ AVALANCHE	US	28	75/433,065	2,226,031	02/23/99	02/23/04 - 05
✓ TROUBLE LIES	US	28	75/453,593	2,296,898	11/30/99	11/30/04 - 05
HILLSIDER	Japan					
AUSTAD'S GOLFER LOGO	Japan					
AUSTAD'S	Japan			2419654		09/30/02
AUSTAD'S GOLFER LOGO (old)	Japan			2461329		08/23/03

Exhibit C, p. 3