

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

## RECORDATION FORM COVER SHEET TRADEMARKS ONLY

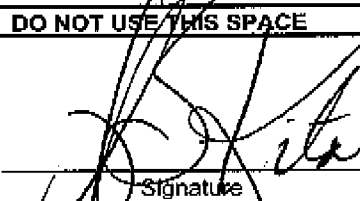
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): James Industries, Inc.</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State <u>Pennsylvania</u>  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>Poof-Slinky, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>45400 Helm Street</u> P.O. Box <u>701394</u>  City: <u>Plymouth</u> State: <u>MI</u> Zip: <u>48170</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>Michigan</u>  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  (Designations must be a separate document from assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment      <input checked="" type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>11-17-2003</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <u>See Schedule A</u></p> <p>B. Trademark Registration No.(s) <u>See Schedule A</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
--	--

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Stanley B. Kita</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>HOWSON AND HOWSON</u>  <u>Spring House Corporate Center, Box 457</u></p> <p>City: <u>Spring House</u> State: <u>PA</u> Zip: <u>19477</u></p>	<p>6. Total number of applications and registrations involved: <span style="border: 1px solid black; padding: 2px;">42</span></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>1065.00</u></p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>08-3040</u></p>
--	--

**DO NOT USE THIS SPACE**

<p>9. Signature.</p> <p><u>Stanley B. Kita</u> Name of Person Signing</p>	 Signature	<p><u>3/23/04</u> Date</p>
---	--	--------------------------------

Total number of pages including cover sheet, attachments, and document: 6

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

CERTIFICATE OF FACSIMILE TRANSMISSION UNDER CFR 1.8(a)  
I hereby certify that this correspondence is being facsimile transmitted to the United States Patent & Trademark Office, Division on 3-23-04

Signature Reel 002818 FRAME: 0209

700073802

CH \$1066.00 083040 76614263

**SCHEDULE A**

<b><u>Registration No.</u></b>	<b><u>Mark</u></b>	<b><u>REG. DATE</u></b>
1,288,807	ARITH-MAGIC	August 7, 1984
2,392,367	CLIP BUDDY	October 3, 2000
1,363,424	CRAZY EYES	October 1, 1985
1,017,029	FORM-A-TIONS	July 29, 1975
2,402,881	GEOMETRIC DESIGN	November 7, 2000
1,023,848	JI-GAN-TIKS	October 28, 1975
1,706,951	MINILABS	August 11, 1992
2,269,099	MINILABS	August 10, 1999
1,428,607	MOLI-Q'S	February 10, 1987
1,137,993	ORIGINAL PLASTIC SLINKY	July 22, 1980
2,388,788	PETSCOTS	September 19, 2000
2,165,234	PLAYGROUND SCIENCE	June 16, 1998
2,019,682	POP-TOOB	November 26, 1996
942,313	RINGA-MAJIGS & Design	September 5, 1972
1,455,493	SLINKY	September 1, 1987
1,394,825	SLINKY	May 27, 1986
2,162,682	SLINKY	June 2, 1998
2,534,216	SLINKY	January 29, 2002
2,701,214	SLINKY	March 25, 2003
2,741,708	SLINKY	July 29, 2003
427,951	SLINKY & Design	March 4, 1947

<u>Registration No.</u>	<u>Mark</u>	<u>REG. DATE</u>
1,434,846	SLINKY C-RINGS	March 31, 1987
2,265,735	SLINKY PETS	July 27, 1999
1,180,355	SLINKY PLAYSHAPES	December 1, 1981
2,730,148	SLINKY SCIENCE	June 24, 2003
1,276,398	SLINKY TRIANGLES	May 1, 1984
961,945	SPIN WHEELS	June 26, 1973
938,678	TOWER IFICS & Design	July 25, 1972

<u>Application No.</u>	<u>Mark</u>	<u>FILING DATE</u>
76/514,263	CASINO ROYALE	May 13, 2003
76/525,195	DELUXE TAP 'N' TEE GOLF	June 24, 2003
76/513,717	HOVER BLASTER	May 13, 2003
76/562,252	HOWDY DOODY	November 28, 2003
76/502,836	IDEAL	April 1, 2003
76/502,844	IDEAL TOY	April 1, 2003
76/502,665	IDEAL TOY and Design	April 1, 2003
76/502,837	POPPIN' HOPPIES	April 1, 2003
78/096,035	RACK 'N'ROLL BOWL	November 30, 2001
76/524,897	ROCK 'N' JOCKEY DERBY	June 24, 2003
76/514,262	ROCK 'N'POCKET POOL	May 13, 2003
76/445,428	SLINKY	August 30, 2002
76/524,896	SURE SHOT	June 24, 2003
76/480,295	WACKY WHEEL	January 6, 2003

BCS/CD-551 (Rev. 04/01)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES  
BUREAU OF COMMERCIAL SERVICES

(FOR BUREAU USE ONLY) **FILED**

**DEC 29 2003**

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Trans Info#1 8786942-1 12/01/03  
CNA#: 029314 Amt: \$50.00  
ID: 457131

Name  
Christopher C. Maeso, Esq. c/o Miro Weiner & Kramer

Address  
38500 Woodward Avenue, Suite 100

City State Zip Code  
Bloomfield Hills, Michigan 48304

Administrator  
BUREAU OF COMMERCIAL SERVICES

EFFECTIVE DATE:  
Expiration date for new assumed names: December 31,  
Expiration date for transferred assumed names appear in Item 6

Document will be returned to the name and address you enter above.  
If left blank document will be mailed to the registered office.

**CERTIFICATE OF MERGER**  
For use by Parent and Subsidiary Profit Corporations  
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Certificate:

1. a. The name of each constituent corporation and its identification number is:

Poof Products, Inc. 457131

James Industries, Inc. (PA corp)

b. The name of the surviving corporation and its identification number is:

Poof Products, Inc. 457131

c. For each subsidiary corporation, state:

Name of corporation	Number of outstanding shares in each class	Number of shares owned by the parent corporation in each class
James Industries, Inc.	50 shares of Common Stock	50 shares of Common Stock

TRADEMARK

d. The manner and basis of converting the shares of each constituent corporation is as follows:

Each issued and outstanding share of James Industries, Inc. immediately prior to the effective date of the merger shall, by virtue of the merger and without any action on the part of the holder thereof, be cancelled and retired and cease to exist, without any conversion thereof.

e. The amendments to the Articles or a Restatement of the Articles of Incorporation of the surviving corporation to be effected by the merger are as follows:

ARTICLE I SHALL BE AMENDED AS FOLLOWS:

"1. The name of the corporation is Poof-Slinky, Inc."

f. Other provisions with respect to the merger are as follows:

**TRADEMARK**

**REEL: 002818 FRAME: 0213**

2. The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

3. (Delete if not applicable)

~~The consent to the merger by the shareholders of the subsidiary corporation was obtained pursuant to its Articles of Incorporation. (Such consent is necessary if the Articles of Incorporation require approval of the merger by the vote of the holders of more than the percentage of the shares owned by the parent corporation.)~~

4. (Delete if not applicable)

~~The consent to the merger by the shareholders of the parent corporation was obtained. (Such consent is necessary if its Articles of Incorporation require shareholder approval of the merger, the plan of merger amends its Articles of Incorporation, or a subsidiary is to be the surviving corporation.)~~

5. (Complete only if an effective date is desired other than the date of filing)

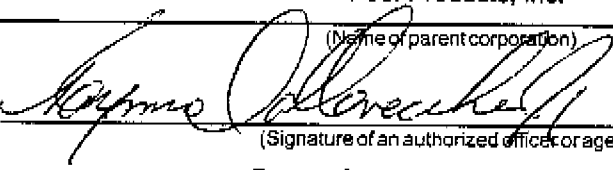
The merger shall be effective on the 31st day of December, 2003

Signed this 17<sup>th</sup> day of November, 2003

Poof Products, Inc.

(Name of parent corporation)

By



(Signature of an authorized officer or agent)

Raymo Dallavecchia, Jr., President

(Type or Print Name)