

05-19-1998

MRD 5-12-98



100715784

To the Honorable Commissioner of Patents and Trademarks, original documents or copy thereof.

1. Name of conveying party(ies):  
 Russell E. Whiteford  
 47 Normandy Road  
 Long Meadow, Massachusetts 01106

Individual(s) - United States Citizen  
 Association  Limited Partnership  
 General Partnership  Corporation  
 Other \_\_\_\_\_

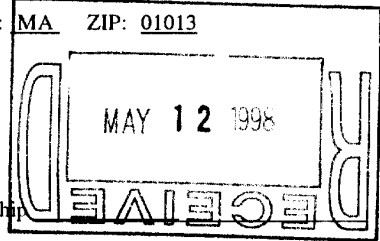
Additional name(s) of conveying party(ies) attached?  
 Yes  No

2. Name and address of receiving party(ies):  
 Name: Buxton Acquisition Co., L.L.C.  
 Street Address: 45 Plainfield Street  
 City: Chicopee State: MA ZIP: 01013

Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation  
 Other - Limited Liability Company of the State of Delaware

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) and address(es) attached?  Yes  No



3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Execution Date: April 30, 1998

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

|                                    |                                  |
|------------------------------------|----------------------------------|
| A. Trademark Application No.(s)    | B. Trademark Registration No.(s) |
| 05/13/1998 DCOATES 00000191 782638 | KEY-TAINER 782,638               |
|                                    | KEYTAINER 153,132                |

01 FC:481 40.00 OP  
 02 FC:482 25.00 OP

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Joan T. Pinaire, Esq.  
 Internal Address: McCarter & English, LLP  
4 Gateway Center  
 Street Address: 100 Mulberry Street  
 City: Newark State: New Jersey ZIP: 07101

6. Total number of applications and registrations involved: 2

7. Total Fee (37 CFR 3.41): \$ 65.00  
 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 your knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Joan T. Pinaire  
Name of Person Signing

Signature

May 11, 1998  
Date

Total number of pages comprising cover sheet: 3

[United States]

ASSIGNMENT OF TRADEMARK

WHEREAS, RUSSELL E. WHITEFORD, residing at 47 Normandy Road, Long Meadow, Massachusetts 01106 is the owner of the registered trademarks described below:

| <u>TRADEMARK</u> | <u>REGISTRATION NO.</u> | <u>REGISTRATION DATE</u> |
|------------------|-------------------------|--------------------------|
| KEY-TAINER       | 782,638                 | January 5, 1965          |
| KEYTAINER        | 153,132                 | March 14, 1922           |

(the "Trademarks"); and

WHEREAS, BUXTON ACQUISITION CO., L.L.C., a Delaware limited liability company, is desirous of acquiring all rights to ownership and use of the Trademarks;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said RUSSELL E. WHITEFORD does hereby assign to BUXTON ACQUISITION CO., L.L.C., the Trademark registrations described herein, including all right, title and interest in and to the Trademarks

including the goodwill of the business symbolized by the Trademarks, and the right to re-assign the Trademarks.

Signed as a sealed instrument as of this 30<sup>th</sup> day of April, 1998.

Tammie Josefiak  
Witness

By: Russell E. Whiteford  
RUSSELL E. WHITEFORD

COMMONWEALTH OF MASSACHUSETTS

County of Hampden, ss.

April 30, 1998

Then personally appeared the above-named Russell E. Whiteford, and acknowledged the foregoing instrument to be his free act and deed before me

Tammie F. Josefiak  
Notary Public  
My Commission Expires: 4/30/2004

TAMMIE F. JOSEFIK  
Notary Public  
My Commission Expires 4/30/2004