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FORM PTO-1584 1-31-92 05-20-1998 SHEET 1 U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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To the Honorable Commis 100714674

1. Name of conveying party(ies):
WDP INVESTMENTS, INC.
2711 CENTERVILLE ROAD
LITTLE FALLS Centre - One, Suite 202
WILMINGTON, DELAWARE 19808

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State DELAWARE
 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: FEBRUARY 2, 1998

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

2. Name of receiving party(ies):
ROTH FABRIC, INC.
Internal Address:
Street Address: ONE TESTA PLACE
City: S. NORWALK State: CT ZIP: 06880

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

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark registration No.(s)
 1,646,131

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: MICHAEL A. NAYOR, ESQ.
 Internal Address:
 Street Address: 315 POST ROAD WEST
 City: WESTPORT State: CT ZIP: 06880

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40^{xx}
 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.

MICHAEL A. NAYOR *Michael A. Naylor* 2/19/98
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

OMB No. 0851-0011 (exp. 4/94)

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FEB 24 1998
RECEIPT ACCOUNTING DIV

05/19/1998 TTON11 00000109 1646131
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TRADEMARK
REEL: 1727 FRAME: 0639

ASSIGNMENT

ASSIGNMENT made this 2nd day of February , 1998 from WDP Investments, Inc., a Delaware corporation, whose principal place of business is 2711 Centerville Road, Little Falls Centre-One, Suite 202, Wilmington, Delaware 19808 (hereinafter referred to as "Assignor") to Roth Fabric, Inc., a Connecticut corporation, whose principal place of business is One Testa Place, South Norwalk, CT 06854 (hereinafter referred to as "Assignee").

WHEREAS:

I. Assignor represents that it is the owner of the trademark WEATHERVANE PRINTS (hereinafter referred to as the "Trademark") and of U.S. Trademark Registration No. 1,646,131 for such Trademark. The Trademark was assigned to Assignor effective January 1, 1996 and said assignment was duly recorded with the U.S. Patent and Trademark Office on April 21, 1997.

II. Assignee desires to acquire the rights in and to the Trademark WEATHERVANE PRINTS, including the U.S. Trademark Registration;


III. Assignor is willing, and has full authority to assign all right, title and interest in and to said Trademark to the Assignee. Assignor represents that, to the best of its knowledge, U.S. Trademark Registration No. 1,646,131 is valid and in good standing.

NOW THEREFORE, IT IS MUTUALLY AGREED AS FOLLOWS:

FIRST: In consideration of the sum of Two Thousand Dollars (\$2000.00), the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee, effective the date hereof, all right, title and interest in and to the Trademark WEATHERVANE PRINTS, together with the goodwill of the business symbolized thereby.

SECOND: Assignor agrees to render full cooperation in order to effectuate the provisions of this agreement, and to take whatever further action may be necessary to assist Assignee in obtaining the U.S. Registration of the Trademark in Assignee's name.

WDP INVESTMENTS, INC.

BY: 
Phyllis R. Yeatman V.P. Treasurer &
NAME/TITLE Assistant Treasurer