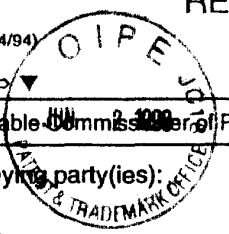


REC

06-10-1998

SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



100734328

Attached original documents or copy thereof.

MRP 6-2-98

1. Name of conveying party(ies):

Noma, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other Canadian Corporation

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Association
- Limited Partnership
- Merger
- Change of Name

Execution Date: May 21, 1998

2. Name and address of receiving party(ies)

Name: Woods II Inc.

Internal Address: _____

Street Address: 375 Kennedy Road

Scarborough, Ontario, Canada MK 2A3

City: _____ State: _____ ZIP: _____

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

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

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

A. Trademark Application No.(s)

See Exhibit A Attached

B. Trademark Registration No.(s)

See Exhibit A Attached

Additional numbers attached? Yes No

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

Name: Barth X. deRosa

Internal Address: Stevens, Davis, Miller &

Mosher, LLP

Street Address: 1400 K Street, NW,

Suite 1010

City: Washington State: DC ZIP: 20005

6. Total number of applications and registrations involved: 25

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

19-4375

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

06/10/1998 SSMITH 00000142 1478541

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 EC:486 Statement and signature. 600.00 OP

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.

Barth X. deRosa

Name of Person Signing

Signature

June 2, 1998

Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

TRADEMARK

REEL: 1738 FRAME: 0664

EXHIBIT A TO U.S. TRADEMARK ASSIGNMENT

U.S. TRADEMARK REGISTRATIONS

Our Ref.: 4718/00102-1
Registration No: 1,478,541
Mark: MOONRAYS
Date: March 1, 1988

Our Ref.: 4718/00106-1
Registration No: 1,734,621
Mark: GARDENGLow
Date: November 24, 1992

Our Ref.: 4718/00108-1
Registration No: 2,100,457
Mark: GARDEN DECOR
Date: September 23, 1997

Our Ref.: 4718/00109-1
Registration No: 2,108,174
Mark: PROSCAPE
Date: October 28, 1997

Our Ref.: 4718/00126-1
Registration No: 2,133,755
Mark: FULL STOP
Date: February 3, 1998

Our Ref.: 4718/00153-1
Registration No: 1,042,766
Mark: WEATHERFLEX
Date: July 6, 1976

U.S. TRADEMARK APPLICATIONS

Our Ref.: 4718/00122-1
Application Serial No: 74/658,322
Mark: HOW TO IMPROVE YOUR NIGHTLIFE
Filing Date: March 28, 1995

U.S. TRADEMARK APPLICATIONS (con't.)

Our Ref.: 4718/00124-1
Application Serial No: 75/001,240
Mark: PRO POWER
Filing Date: October 4, 1995

Our Ref.: 4718/00125-1
Application Serial No: 75/121,208
Mark: TURN-N-LOCK
Filing Date: June 18, 1996

Our Ref.: 4718/00127-1
Application Serial No: 75/155,980
Mark: SEEING EYE
Filing Date: August 23, 1996

Our Ref.: 4718/00128-1
Application Serial No: 75/155,982
Mark: GATORSKIN
Filing Date: August 23, 1996

Our Ref.: 4718/00129-1
Application Serial No: 75/196,158
Mark: COBRAFLX
Filing Date: November 1, 1996

Our Ref.: 4718/00130-1
Application Serial No: 75/155,981
Mark: POWER LINE
Filing Date: August 23, 1996

Our Ref.: 4718/00131-1
Application Serial No: 75/165,034
Mark: POWER PLUS
Filing Date: September 12, 1996

Our Ref.: 4718/00132-1
Application Serial No: 75/196,157
Mark: HOME POWER
Date: November 1, 1996

U.S. TRADEMARK APPLICATIONS (con't.)

Our Ref.: 4718/00133-1
Application Serial No: 75/196,159
Mark: BETTER IDEAS THAT MAKE A LASTING DIFFERENCE
Filing Date: November 1, 1996

Our Ref.: 4718/00134-1
Application Serial No: 75/196,160
Mark: DELTATRON
Filing Date: November 1, 1996

Our Ref.: 4718/00135-1
Application Serial No: 75/247,695
Mark: GATOR HIDE
Filing Date: February 25, 1997

Our Ref.: 4718/00139-1
Application Serial No: 75/247,697
Mark: SURELINE
Filing Date: February 25, 1997

Our Ref.: 4718/00140-1
Application Serial No: 75/247,689
Mark: SURELINE PRO
Filing Date: February 25, 1997

Our Ref.: 4718/00141-1
Application Serial No: 75/247,698
Mark: SURELINE PRO XJ
Filing Date: February 25, 1997

Our Ref.: 4718/00143-1
Application Serial No: 75/247,690
Mark: FLOW GUARD
Filing Date: February 25, 1997

Our Ref.: 4718/00144-1
Application Serial No: 75/292,793
Mark: SECURELINE
Filing Date: May 15, 1997

U.S. TRADEMARK APPLICATIONS (con't.)

Our Ref.: 4718/00146-1
Application Serial No: 75/340,126
Mark: SECURELINE PRO
Filing Date: May 15, 1997

Our Ref.: 4718/00147-1
Application Serial No: 75/340,127
Mark: SECURELINE PRO XJ
Filing Date: May 15, 1997

COMMON LAW TRADEMARKS

1. POWER CENTRE
2. CLAMP LAMP
3. CORD CADDY & Design
4. THIRD HAND
5. POLAR CORD
6. MARKER
7. PAGODA
8. SIDE WINDER
9. HIGH LIGHTER
10. TORCH
11. START GUARD
12. START GUARD & Design
13. HOUSE FINDER
14. POWER POST
15. INTERCEPT
15. GARDEN ACCENTS
17. TWILIGHTS
18. WEATHERFLEX
19. EVENING ACCENTS
20. THIN PLUG
21. MIKADO
22. COACH
23. PATHWAY
24. LIGHTSCAPING Design Series
25. OUTDoOR LIVING Services
26. TIKI

COMMON LAW TRADEMARKS (cont.)

- 27. FANTAIL
- 28. EZ-GRIP
- 29. ALLIGATOR DESIGN
- 30. SNAKE DESIGN
- 31. POWER MONITOR
- 32. PLUG INTO QUALITY

U.S. TRADEMARK ASSIGNMENT

WHEREAS, Noma, Inc., a corporation organized under the laws of Canada, domiciled and doing business at 375 Kennedy Road, Scarborough, Ontario, Canada M1K 2A3 (Assignor), is the present title owner of the trademarks and is the owner of the U.S. trademark registrations registered with and of the applications pending with the U.S. Patent and Trademark Office listed in Exhibit A attached hereto.

AND WHEREAS, Woods II Inc., a Canadian company incorporated under the laws of Canada, domiciled and doing business at 375 Kennedy Road, Scarborough, Ontario, Canada M1K 2A3 (Assignee), is desirous of acquiring the right, title and interest in and to the trademarks listed in Exhibit A attached hereto.

NOW THEREFORE, for nominal consideration, receipt of which is hereby acknowledged, the said Assignor of these presents does sell, assign, and transfer unto the said Assignee, its successors and assigns, all right, title and interest in and to the said trademarks and in and to the registrations and applications listed in Exhibit A attached hereto, together with that part of the goodwill of the Assignor's business in connection with the use of and symbolized by the said trademarks.

IN WITNESS WHEREOF, the Assignor has hereunder executed this instrument this 21 day of May, 1998.

Noma, Inc.

By: [Signature]

Title: [Signature]

Date: May 21, 1998

Doc. D-30.1