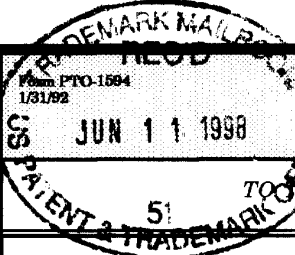


U.S. PATENT AND TRADEMARKS

07-01-1998

Department of Commerce and Trademark Office



MRD 6.11.98



RECORDATION FORM (TRADEMARKS)

100751387

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the attached original document or copy thereof.

1. Name(s) of conveying party(ies):

Holbrook-Patterson, Inc.

- Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-Indiana
Other:

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

2. Name and Address of receiving party(ies):

Name: Texwood Furniture Corporation
Internal address: 1353 West 2nd Street

Street address: Same

City: Taylor State: TX Zip: 76574

- Individual(s) citizenship:
Association
General Partnership
Limited Partnership
[X] Corporation-State Texas
Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No (Designation must be a separate document from Assignment)

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

3. Nature of conveyance:

- [X] Assignment [] Change of Name Other:
[] Security Agreement [] Merger

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

4a. Trademark Application No(s):

4b. Trademark Registration No(s):

1796603 "HOLBROOK"
1822794 "STACK & TRACK"

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

Name: J. Scott Denko
Internal address: Fulbright & Jaworski, L.L.P.
1301 McKinney, Suite 5700
Street address: Same
City: Houston State: TX Zip: 77010

6. Total number of applications and trademarks involved:

2

7. Total fee (37 CFR 3.41): \$65.00

- [] Enclosed, or
[X] Authorized to be charged to deposit account, 06-2375, under Order No. 881795

8. Deposit account number: 06-2375, under Order No. 881795

07/01/1998 TTGN11 00000025 062375 1796603

DO NOT USE THIS SPACE

01 F0481
02 F0482

40.00 CH
25.00 CH
Stamps and signature.

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

J. Scott Denko
Name of Person Signing

J. Scott Denko Signature
June 8, 1998 Date

Total number of pages, including cover sheet: 4

ASSIGNMENT

WHEREAS, Holbrook-Patterson, Inc., an Indiana corporation, having an office at 409 Hoosier Drive, P. O. Box 710, Angola, Indiana 46703 (hereinafter called the "Assignor"), is the owner of the certain marks "HOLBROOK," "HOLBROOK PATTERSON" and "STACK & TRACK" (the "Marks") and certain registrations on the Principal Register for the marks "HOLBROOK" ("Registration 1796603") and "STACK & TRACK" (Registration 1822794) (collectively, the "Registrations"); and

WHEREAS, Texwood Furniture Corporation, a Texas for profit corporation, having an office at 1353 W. 2nd Street, Taylor, Texas 76574 (hereinafter called the "Assignee"), is desirous of acquiring and Assignor is desirous of assigning to Assignee, all right, title and interest in and to the Marks and Registrations;

NOW, THEREFORE, Assignors, for and in consideration of Ten Dollars and No/100 (\$10.00), to me in hand paid, the receipt and sufficiency of which is hereby acknowledged, do hereby SELL, ASSIGN and CONVEY unto Assignee all right, title and interest throughout the world in and to:

1. The Marks;
2. Registrations;
3. All applications for trademark or trademark-like protection on any of the Marks made by Assignors or their legal representatives, whether in the United States of America or any other country or place anywhere in the world;
4. All rights of action on account of past, present and future unauthorized use of any of the Marks or for infringement of any of the Marks;
5. The right to Assignee to file in its name applications for registration and like protection for any of the Marks in any country or countries foreign to the United States; and

6. All international rights or priority associated with any of the Marks, applications for registration and like protection.

7. All goodwill associated with all of the above.

Assignors covenant that Assignors, their heirs, legal representatives, assigns, administrators, and executors will execute all papers and perform such other acts as may be reasonably necessary to give Assignee, its successors and assigns, the full benefit of this Assignment.

This Assignment is subject to a non-exclusive license granted to Pat Grant and M. A. Wallinger pursuant to that certain agreement between Pat Grant, M. A. Wallinger and Assignor, dated on or about May 1, 1998, to utilize the Marks and/or logos on miscellaneous packaging and approximately 13,000 cot corners sold pursuant to such agreement until such packaging and cot corners are consumed, which in no event shall be later than August 31, 1998.

This Assignment shall be binding upon and shall inure to the benefit of the successors, assigns and legal representatives of the parties hereto.

EXECUTED on the date indicated below.

Assignor:

Date: 5/30/98

Holbrook-Patterson, Inc.

By: [Signature]

PRESIDENT AUTHORIZED SIGNATURE

Assignee:

Date: 5/5/98

Texwood Furniture Corporation

By: Kevin Golliver

Kevin Golliver

TRADEMARK

2 REEL: 1749 FRAME: 0628

THE STATE OF TEXAS

§
§
§

COUNTY OF TRAVIS

This instrument was acknowledged by Kevin Galliker, on this
the 5 day of May, 1998.

Mary M. Harkins

Notary Public in and for
the State of Texas

THE STATE OF N.Y.

§
§
§

COUNTY OF WESTCHESTER

This instrument was acknowledged by 30, on this the
MA day of 1998.

Abbe L. Kadish

Notary Public in and for
the State of NEW YORK

ABBE L. KADISH
Notary Public, State of New York
No. 4718828
Qualified in Westchester County
Commission Expires 11/30 1998