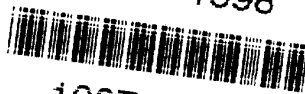


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07-02-1998

100768834

To the Honorable Commissioner of Patents and Trademarks:

documents or copy thereof.

1. Name of conveying party(ies):
The Woodworkers Gym, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Woodcraft Supply Corp.

Internal Address: _____

Street Address: 5300 Briscoe Road

City: Parkersburg State: WV ZIP: 26102

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 26, 1998

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

A. Trademark Application No.(s)
74/655,159
74/713,127

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: John F. McKenna, Esq.

Internal Address: Cesari and McKenna, LLP

07/16/1998 JSHABAZZ 00000128 74655159

01 FC:481	40.00 OP
02 FC:482	25.00 OP
03 FC:998	15.00 OP

Street Address: 30 Rowes Wharf

City: Boston State: MA ZIP: 02110

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 80.00

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

John F. McKenna, 20,912
Name of Person Signing

[Signature]
Signature

7.2.98
Date

Total number of pages including cover sheet, attachments, and document: 2

16488-0043
16488-0046

TRADEMARK ASSIGNMENT

This assignment effective nunc pro tunc as of April 25, 1997.

WHEREAS, The Woodworkers Gym, Inc. (Virginia Corporation) formerly of 216 Dominion Road, N.E., Vienna, Virginia 22180 adopted and used marks which are the subject of the following U.S. applications for registration:

Serial No. 74/655,159, Filed 04/01/95 THE WOODWORKERS CLUB
(Int. Classes 41 & 42)

Serial No. 74/713,127, Filed 08/09/95 THE WOODWORKERS CLUB
(Int. Class 41)


WHEREAS, Woodcraft Supply Corp. (West Virginia) corporation of 5300 Briscoe Road, Parkersburg, West Virginia 26102 is desirous of acquiring said marks and the registration applications therefor.

Now Therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said The Woodworkers Gym, Inc. does hereby assign unto said Woodcraft Supply Corp. all right title and interest in and to said marks, together with the good will of the business symbolized by said marks and the above-identified registration applications therefor and including the right to sue others for past infringement of said marks

THE WOODWORKERS GYM, INC.

June 26, 1998

By:


J. Mark Wirthlin
Its President