

MRP 7-17-98

07-21-1998

FORM PTO-1594
1-31-92



100769689

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

BT

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
RULE PAINT & CHEMICAL, INC.
1 Kondelin Road
Cape Ann Industrial Park
Gloucester, Massachusetts 01930

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: April 7, 1998

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

Name: NAUTICAL INDUSTRIES INC. OF N.J.
Street Address: 1999 Elizabeth Street
City: North Brunswick State: New Jersey ZIP: 08902

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - State of New Jersey
- 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) and address(es) attached? Yes No

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

- A. Trademark Application No.(s)
- B. Trademark Registration No.(s)
 - 1. 1,170,819
 - 2. 1,182,939
 - 3. 786,680

Additional numbers attached? Yes No

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

Name: Robert W. Smith, 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: 3

7. Total Fee (37 CFR 3.41): \$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 1303
(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.

Robert W. Smith
Name of Person Signing

Signature

July 16, 1998
Date

Total number of pages including cover sheet: 6

TRADEMARK

REEL: 1755 FRAME 018967

1170819
0800117
JUN 16 1998
JUN 16 1998

EXHIBIT A

REGISTRATIONS

MARK: EPOXYCOP

<u>Reg'n. Number</u>	<u>Date Reg'd</u>	<u>App'n. Number</u>	<u>Expiration Date</u>	<u>Country</u>
1,583,208	2/20/90	73/813,071	2/20/00	United States

MARK: GLOUCESTER

<u>Reg'n. Number</u>	<u>Date Reg'd</u>	<u>App'n. Number</u>	<u>Expiration Date</u>	<u>Country</u>
1,170,819	9/29/81	269,592	9/29/01	United States
1,182,939	12/22/81	269,593	12/22/01	United States

MARK: GRAPH-COP

<u>Reg'n. Number</u>	<u>Date Reg'd</u>	<u>App'n. Number</u>	<u>Expiration Date</u>	<u>Country</u>
936,456	6/27/72	385,159	6/27/02	United States

MARK: GRAPH-COTE

<u>Reg'n. Number</u>	<u>Date Reg'd</u>	<u>App'n. Number</u>	<u>Expiration Date</u>	<u>Country</u>
949,676	1/2/73	385,157	1/2/03	United States

MARK: KL-990

<u>Reg'n. Number</u>	<u>Date Reg'd</u>	<u>App'n. Number</u>	<u>Expiration Date</u>	<u>Country</u>
786,680	3/16/65	173,986	3/16/05	United States
1,158,455	7/28/81	1,158,455	7/28/02	Great Britain

MARK: KOMPOSITION

<u>Reg'n. Number</u>	<u>Date Reg'd</u>	<u>App'n. Number</u>	<u>Expiration Date</u>	<u>Country</u>
1,631,239	1/15/91	74/047,301	1/15/01	United States

MARK: POLYCOP

<u>Reg'n. Number</u>	<u>Date Reg'd</u>	<u>App'n. Number</u>	<u>Expiration Date</u>	<u>Country</u>
1,510,590	11/1/88	712,102	11/1/08	United States

ASSIGNMENT
(U.S. and Foreign Trademarks)

WHEREAS, RULE INDUSTRIES, INC., a corporation organized and existing under the laws of the Commonwealth of Massachusetts, and RULE PAINT & CHEMICAL, INC., a corporation organized and existing under the laws of the Commonwealth of Massachusetts, each with an address of 1 Kondelin Road, Cape Ann Industrial Park, Gloucester, Massachusetts 01930 (herein referred to as the "assignors"), are the owners of the trademarks set forth in Exhibit A in the countries specified in said Exhibit (herein referred to collectively as the "Marks"); and

WHEREAS, NAUTICAL INDUSTRIES INC. OF N.J., a corporation organized under the laws of the State of New Jersey, with an address at 1999 Elizabeth Street, North Brunswick, New Jersey 08902 (herein referred to as the "assignee"), desires to acquire the Marks and the goodwill of the business associated with the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each of the assignors does hereby assign and transfer to the assignee the entire right, title and interest in and to the registrations for said Marks and all of its right, title and interest to said Marks not presently registered set forth in Exhibit A hereof, together with the goodwill of the business symbolized by the Marks and the registrations thereof, and all other rights which assignor has enjoyed thereunder both in the United States and throughout all countries of the world, including any and all rights of recovery based on past infringement of said Marks and/or registrations, the same to be held and enjoyed by the assignee, its successors and assigns, forever and to the full end of the terms for which any of the aforesaid Marks are registered and any renewals of the terms thereof;

This Assignment is executed and delivered pursuant to the Agreement of Sale by and between Rule Industries, Inc. and the assignee dated January 17, 1997 (the "Sale Agreement") to which reference is hereby made for additional provisions respecting the sale

and assignments covered hereby. No representation, warranty, covenant or agreement with respect to said Marks is made or shall be binding upon the assignors hereunder except as specifically set forth hereinabove, it being agreed and understood that all such representations, warranties, covenants and agreements applicable to the assignors with respect to the said Marks, except as specifically set forth hereinabove, are contained in the Agreement of Sale and are subject to the terms and conditions relating thereto set forth therein.

ASSIGNORS:

Signed at Gloucester, in the County of Essex, State of Mass., this 7th day of April, 1998.

RULE INDUSTRIES, INC.

By: Gary M. Sable

Type Name: Gary M. Sable

Title: Vice President

STATE OF MA }
COUNTY OF ESSEX } ss:

On this 7th day of APRIL, 1998 personally before me came GARY M. SABLE, known to me, and known to me to be the person described and who signed the annexed assignment, and, being duly sworn, acknowledged that he executed the same.

(SEAL)

Vincent M. Federici
Notary Public

Vincent M. Federici
NOTARY PUBLIC
My Commission expires Jan. 11, 2002

Signed at Gloucester, in the County of Essex, State of Mass., this 7th day of April, 1998.

RULE PAINT & CHEMICAL, INC.

By: Gary M. Sable

Type Name: Gary M. Sable

Title: Vice President

STATE OF MA }
COUNTY OF ESSEX } ss:

On this 7th day of APRIL, 1998 personally before me came GARY M. SABLE, known to me, and known to me to be the person described and who signed the annexed assignment, and, being duly sworn, acknowledged that he executed the same.

(SEAL)

Vincent M. Federici
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