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08-07-1998

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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- New
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Document ID # _____
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Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
- License
- Security Agreement
- Non-Pro-Tune Assignment
- Merger
Effective Date
Month Day Year

- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name PRIMESOURCE, INC.

Execution Date
Month Day Year
3 26 98

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization DELAWARE

Receiving Party

Mark if additional names of receiving parties attached

Name ITOCHU INTERNATIONAL ACQUISITION CORPORATION

DBA/AKA/TA _____

Composed of _____

Address (line 1) 660 WHITE PLAINS ROAD

Address (line 2) _____

Address (line 3) TARRYTOWN

NEW YORK

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization DELAWARE

08/05/1998 DNGUYEN 00000133 012520 75284203

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 75.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
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REEL: 1763 FRAME: 0439

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75 284 203"/>	<input type="text" value="75 337 117"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75 297 720"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75 292 721"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account


Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

R. Holland Campbell, Esq. 

Name of Person Signing Signature Date Signed

SCHEDULE A

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Status</u>
PRIMEPLY	75/284,203	April 30, 1997	Pending
FASTENER EXCHANGE	75/297,720	May 23, 1997	Pending
PRIMEGRIP	75/297,721	May 23, 1997	Pending
PRIMEGUARD	75/337,117	August 7, 1997	Pending

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TRADEMARK ASSIGNMENT

WHEREAS, PRIMESOURCE, INC., a Delaware corporation, having its principal offices at 1800 John Connally Drive, Carrollton, Texas, has adopted, used, and is using in the United States the trademarks listed in Schedule A attached hereto and is the owner of the trademarks and the U.S. Trademark Applications thereof shown in said Schedule, as well as any common law rights to those marks (hereinafter "the Marks"); and

WHEREAS, ITOCHU INTERNATIONAL ACQUISITION CORPORATION, a Delaware corporation, having its principal offices at 660 White Plains Road, Tarrytown, New York, is desirous of acquiring said trademarks and the federal applications therefor,

NOW, THEREFORE, PRIMESOURCE, INC. warrants as follows:

1. PRIMESOURCE, INC. is the owner of the Marks as well as the U.S. Trademark Applications set forth in Schedule A attached hereto; that said U.S. Trademark Applications are currently valid; that it has used the Marks since the dates of first use recited in the U.S. Trademark Applications and that such use has not been abandoned; and that there is no challenge to the ownership pending and not resolved.
2. PRIMESOURCE, INC. warrants that no license, security interest or other encumbrance is presently outstanding in favor of any third party with respect to any of its rights in the Marks or the U.S. Trademark Applications listed in Schedule A attached hereto.
3. In consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, PRIMESOURCE, INC. hereby assigns to ITOCHU INTERNATIONAL ACQUISITION CORPORATION all right, title and interest in the United States in and to said trademarks and said applications therefor, together with the goodwill of the business symbolized by said trademarks and said applications to register said trademarks and any other rights held by PRIMESOURCE, INC. in respect thereof.
4. ITOCHU INTERNATIONAL ACQUISITION CORP. is the successor to the business of PRIMESOURCE, INC. to which the marks pertain.
5. PRIMESOURCE, INC. further assigns to ITOCHU INTERNATIONAL ACQUISITION CORPORATION all rights to damages or profits, due or accrued, arising out of past infringement of the Marks or injury to the goodwill connected with the use of the Marks.
6. PRIMESOURCE, INC. agrees to provide any documentation or assistance that ITOCHU INTERNATIONAL ACQUISITION CORPORATION may reasonably request in securing and perfecting the rights to be transferred pursuant to this Agreement.

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7. This Trademark Assignment shall be deemed effective as of the date hereof.

The Commissioner of Patents and Trademarks is requested to issue any Certificates of Registration for the marks set forth in Schedule A attached hereto to said assignee, ITOCHU INTERNATIONAL ACQUISITION CORPORATION.

Signed at New York, NY, this 26th day of March 1998

PRIMESOURCE, INC.

By: 

Name: Paul W. Hylbert

Title: President

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On this 26th day of March, 1998, before me came Paul W. Hylbert, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of said corporation with full authority to do so.


Notary Public

FRANCINE TAMA
NOTARY PUBLIC, State of New York
No. 31-4658473
Qualified in New York County
Commission Expires April 29, 1999

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