

MRD 8-6-98

RE

08-12-1998



ET

To the Honorable Commissioner of Patents

100791215

attached original document or copy thereof.

1. Name of conveying party(ies):
 KENCAR, INC.

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

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

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

Name: RAINBOW ACQUISITION CORP.

Internal Address: AUG 6 1998

Street Address: 1620 Hawkins Avenue

City: Sanford State: NC ZIP: 27330-9538

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 21, 1998

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

A. Trademark Application No.(s)
75/348,834

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: One

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

Name: SQUIRE, SANDERS & DEMPSEY L.L.P.

Internal Address: Attn: Michael A. Lechter

Street Address: Two Renaissance Square
40 North Central Ave., Suite 2700

City: Phoenix State: AZ ZIP: 85004 4424

7. Total fee (37 CFR 3.41) \$40.00

Enclosed - check no. 018506
 Deficiency only authorized to be charged to deposit account

8. Deposit account number:
19-3878
 (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.

David E. Rogers Reg. No. 38,287
 Name of Person Signing

David E. Rogers 8-3-98
 Signature Date

ESS01 001 8 Total number of pages including cover sheet, attachments, and document: 3

0000099-7534834 40.00 DP

ASSIGNMENT

WHEREAS, KENCAR, INC., a California corporation having a principal place of business at 3242 Meeker Avenue, El Monte, California (hereinafter "Assignor"), is the owner of all right, title and interest in and to the trademarks listed in Schedule A registered in the United States Patent and Trademark Office and the indicated foreign Patent and Trademark Offices:


WHEREAS, RAINBOW ACQUISITION CORP., an Ohio corporation having a principal place of business at 1620 Hawkins Avenue, Sanford, North Carolina 27330-9538, (hereinafter "Assignee"), is desirous of acquiring said mark(s) and the registration(s) thereof;

WHEREAS, for good and valuable consideration, receipt of which is hereby acknowledged, KENCAR, INC. does hereby assign unto RAINBOW ACQUISITION CORP. all United States and foreign rights, title and interest in and to the aforementioned marks and all rights it may have in any mark together with the goodwill of the business symbolized by the marks, and the United States and foreign Trademark registrations thereof,

AND HEREBY AGREES upon request of ASSIGNEE, and without further remuneration, to execute any and all papers desired by ASSIGNEE for the filing and granting of foreign applications and the perfecting of title thereto in ASSIGNEE.

KENCAR, INC.

7/21/98
Date


Name: Paul C. Umali, President
Title:

SCHEDULE A

KENCAR, INC.

U.S. TRADEMARK REGISTRATION				
Mark	Application No.	Filing Date	Registration No.	Registration Date
LIFEGARD	75/348,834	08-28-97		

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