

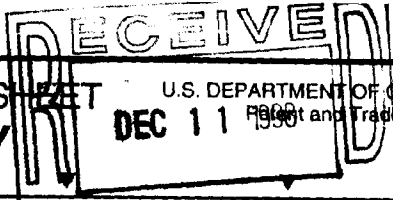
12-22-1998

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)



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COVER SHEET
ONLY



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

1. Name of conveying party(ies):

Harborlights Pavilion, Inc.

- Individual(s)
- General Partnership
- Corporation-State 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: November 11, 1998

2. Name and address of receiving party(ies)

Name: DLC Corp.

Internal Address: 16th Floor

Street Address: 650 Madison Avenue

City: New York State: NY ZIP: 10022

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

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

A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

1,911,913

1,915,565

1,922,524

Additional numbers attached? Yes No

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

Name: Thomas P. Harrison, Esq.

Internal Address: _____

Kassler & Feuer, P.C.

Street Address: 101 Arch Street

City: Boston State: MA ZIP: 02110

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:

N/A

(Attach duplicate copy of this page if paying by deposit account)

2/17/1998 INGVEN 00000069 1911913

1 FC:481 40.00 OP
2 FC:482 50.00 OP

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.

Thomas P. Harrison, Esq.

Name of Person Signing

Signature

12/7/98

Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1828 FRAME: 0001

ASSIGNMENT OF SERVICE MARKS

This Assignment made this 11th of November, 1998, between HARBORLIGHTS PAVILION, INC., a Massachusetts corporation with a principal place of business at 36 Bay State Road, Cambridge, Massachusetts 02132 ("Assignor") to DLC CORP., a Delaware corporation with a principal place of business at 650 Madison Avenue, 16th Floor, New York, New York 10022 ("Assignee").

WHEREAS, Assignor has adopted, has used and is using a "tent tops and flags" logo, Harborlights®, and Harborlights Pavilion® as service marks (individually a "Mark" and collectively the "Marks") and is the owner of the registration of the Marks with the U.S. Patent and Trademark Office; and


WHEREAS, Assignee is desirous of acquiring the Marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor hereby transfers, conveys and assigns to Assignee all of its right, title, and interest in and to the Marks, together with:

- a. the registration for the "tent tops and flags" logo registered by the U.S. Patent and Trademark Office, Registration No. 1,915,565 on August 29, 1995; and
- b. the registration for Harborlights® registered by the U.S. Patent and Trademark Office, Registration No. 1,911,913 on August 15, 1995; and
- c. the registration for Harborlights Pavilion® registered by the U.S. Patent and Trademark Office, Registration No. 1,922,524 on September 26, 1995; and
- d. all common law trademark rights in and to the Marks; and
- e. the goodwill of the business symbolized by or associated with the Marks, and the registration thereof; and
- f. the right to sue and recover for, and the right to profits and damages due or accrued arising out of or in connection with, any and all past, present or future infringement or dilution of or damage or injury to the Marks or the registration thereof or such associated goodwill.

IN WITNESS WHEREOF, the Assignor has executed this Assignment to take effect as an instrument under seal as of the date first written above.

HARBORLIGHTS PAVILION, INC.

By: 


Donald F. Law, Jr., President

COMMONWEALTH OF MASSACHUSETTS

Middlesex, ss.

November 11, 1998

On this 11th day of November, 1998, before me appeared Donald F. Law, Jr., to me personally known, who being by me duly sworn, did say that he is the President of Harborlights Pavilion, Inc., and that said instrument was signed and sealed in behalf of said corporation, and said Donald F. Law, Jr. acknowledged said instrument to be the free act and deed of said corporation.



Notary Public
My Commission Expires: 8/20/04

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