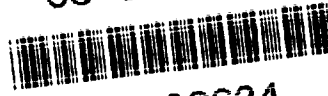


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copy thereof.

To the Honorable Commissioner of Patents and Trademarks: Please

1. Name of conveying party(ies):

MGF Industries, Inc. (a California corporation)

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

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

2. Address of receiving party(ies)

Name: MGF Industries, LLC
Internal Address: c/o PNC Equity Management Corp.

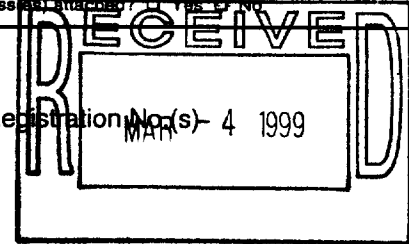
Street Address: 625 Liberty Avenue
City: Pittsburgh State: PA ZIP: 15222

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other a Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address attached? Yes No



3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Execution Date:

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

A. Trademark Application No.(s)

75/395,771
75/403,315
75/396,040

B. Trademark Registration No.(s)- 4 1999

Additional numbers attached? Yes No

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

Name: James R. Carlisle, Esq.
Internal Address: c/o Cohen & Grigsby, P.C.

Street Address: 11 Stanwix Street, 15th Floor

08/08/1999 DNGUYEN 00000239 75395771

FC:481 40.00 OP
FC:482 50.00 OP
City: Pittsburgh State: PA ZIP: 15222

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:
(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.

W.H. Hillpot
Name of Person Signing

[Signature]
Signature

2/26/99
Date

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

ASSIGNMENT OF TRADEMARKS

WHEREAS, MGF INDUSTRIES, INC., a California corporation having its principal offices at 6640 East Canning Street, Commerce, California 90040, has adopted, used, and is using and is the owner of the following trademarks for which applications in the United States Patent and Trademark Office are pending:

<i>Trademark</i>	<i>Application No.</i>	<i>Filed</i>
Misc. Design	75/395,771	11/25/97
MGF INDUSTRIES, INC. and Design	75/403,315	12/10/97
MGF INDUSTRIES, INC.	75/396,040	11/25/97

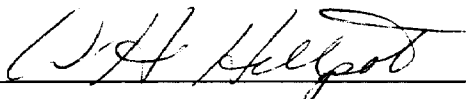
WHEREAS, MGF INDUSTRIES, LLC, a Delaware limited liability company having its principal offices at c/o PNC Equity Management Company, 3150 CNG Tower, 625 Liberty Avenue, Pittsburgh, Pennsylvania 15222, is desirous of acquiring said trademarks and the applications therefor,

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, MGF INDUSTRIES, INC. hereby assigns to MGF INDUSTRIES, LLC all right, title and interest in the United States in and to said trademarks and said applications therefore, together with the goodwill of the business symbolized by said trademarks and said applications to register said trademarks.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to said assignee, MGF INDUSTRIES, LLC.

Signed at Pittsburgh, Pennsylvania, this 26th day of February, 1999.

MGF INDUSTRIES, INC.

By 

Title: PRESIDENT - LLC

Commonwealth of Pennsylvania
County of Allegheny

ss:

On this 26th day of February, 1999, personally appeared W. H. HILLOT, to me known and known to me to be PRESIDENT, COO of MGF INDUSTRIES, INC., the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.



Notary Public

Notarial Seal
William R. Nichols, Notary Public
Pittsburgh, Allegheny County
My Commission Expires July 15, 2002
Member, Pennsylvania Association of Notaries