

03-29-1999

RECORDATION FORM



DEPARTMENT OF COMMERCE
and Trademark Office

TRADEMARK

100995732

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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):

PF FLYERS HOLDING, INC. PR/FINANCE

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

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

2. Name and address of receiving party(ies)

Name: Leif J. Ostberg, Inc.
 Internal Address: _____
 Street Address: 401 Hamburg Turnpike
 City: Wayne State: New Jersey Zip: 07470

- Individual(s) citizenship _____
- Association _____
- Partnership _____
- Limited Partnership _____
- Corporation _____
- Other _____

3. Nature of conveyance:

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

Execution Date: March 15, 1999

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 registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 664,453

Additional numbers attached? Yes No

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

Name: Ned W. Branthover, Esq.
Morgan & Finnegan
 Address: 345 Park Avenue
 City: New York State: NY Zip: 10154

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 13-4500

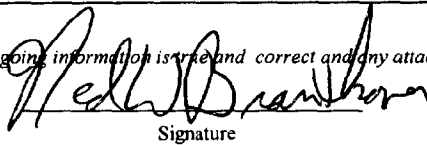
Authorization to charge additional fees

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.

Ned W. Branthover
 Name of Person Signing



Signature

March 16, 1999
 Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

03/29/1999 DMSUYEN 00000302 134500 664453

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

01 Fee: 481 60.00 CH

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gather the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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REEL: 1874 FRAME: 0694

TRADEMARK ASSIGNMENT

This Trademark Assignment is by and between PF Flyers Holding, Inc., a New Jersey corporation, which has a place of business at 401 Hamburg Turnpike, Wayne, New Jersey 07470 (hereinafter "Assignor"), and Leif J. Ostberg, Inc., a New Jersey corporation, which has a place of business at 401 Hamburg Turnpike, Wayne, New Jersey 07470 (hereinafter "Assignee").

WITNESSETH THAT:

WHEREAS, the Assignor is the owner of all right, title and interest in and to the trademark PF FLYERS, Trademark Registration No. 664,453 and in and to the goodwill of the business relating thereto;

WHEREAS, the Assignee wishes to acquire from the Assignor all right, title and interest in and to said trademark, together with the goodwill of the business appertaining to and symbolized by said trademark, and wishes also to acquire all right, title and interest in and to the registrations for said trademark.

NOW, THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby sell, transfer, convey and assign unto the Assignee, effective February 28, 1994, its entire right, title and interest in and to the trademark PF FLYERS and Trademark Registration No. 664,453 together with the right to recover for the past infringements thereof, and the goodwill of the business appertaining thereto and which is symbolized thereby.

PF FLYERS HOLDING, INC.

Date: March 15, 1999

By: Barbara Koetsier
Name: BARBARA KOETSIER
Title: C.F.O.

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TOTAL P. 02