

05-19-1999



FORM PTO-1584

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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5-7-99

TRADEMARKS 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):

Enterprise Coatings Company, Ltd.

- Individual(s)
- General Partnership
- Corporation - Rhode Island (U.S.A.)
- Other:

- Association
- Limited Partnership

Additional name(s) of conveying parties attached? Yes No

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

Name: Liberty Fabrics, Inc.
Address: 295 Fifth Avenue
New York, NY 10016

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware (U.S.A.)
- Other:

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:

- Merger
- Change of Name

Effective Date: February 5, 1999
Execution Date: March 15, 1999

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

A. Trademark Application No.(s)

B.

Trademark Registration No.(s)

2,136,802 for "EXOSKIN"
1,737,660 for "VAPEX"

Additional Numbers attached? Yes No

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

Name: Albert J. Breneisen
Address: KENYON & KENYON
One Broadway
New York, New York 10004

6. Total number of applications and registrations involved: 2

7. Total fee (37 C.F.R. 3.41) \$80.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 11-0600

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.

05/18/1999 DMGUYEN 00000181 110600 2136802

01 FC:481 40.00 CH
02 FC:482 20.00 CH
Albert J. Breneisen
Name of Person Signing

Albert J. Breneisen
Signature

5-4-99
Date

Total number of pages comprising cover sheet: 4

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TRADEMARK ASSIGNMENT

WHEREAS, Enterprise Coatings Company, Ltd., a Rhode Island corporation (“Enterprise”), has adopted and used, and is currently using and is the owner of, all rights, title and interests in and to the name “Enterprise Coatings” and all other tradenames, trademarks, service marks, trade dress, copyrights, patents, know-how or other proprietary rights, and all registrations and applications for any of the foregoing owned by or registered in the name of Enterprise or any affiliate of Enterprise relating to or used in connection with the Business (as defined in the Purchase Agreement (defined below) identified on Schedule A attached hereto and all good will appurtenant thereto (collectively, the “Intellectual Property”); and

WHEREAS, Enterprise, Liberty Fabrics, Inc., a Delaware corporation (“Liberty”), and certain other parties have entered into an Asset Purchase Agreement dated as of February 5, 1999 (the “Purchase Agreement”), pursuant to which Enterprise has agreed, among other things, to assign, and Liberty has agreed to acquire, all rights, title and interests in the Intellectual Property, together with the goodwill appurtenant thereto;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Enterprise does hereby assign, sell, transfer, convey and grant to Liberty, its successors and assigns, all of Enterprise’s rights, title and interests in and to the Intellectual Property, together with the goodwill appurtenant thereto.

Enterprise authorizes and requests the United States Commissioner of Patents and Trademarks and the corresponding offices of countries foreign to the United States to issue all trademark registrations which may issue with respect to any trademark applications included in the Intellectual Property to Liberty, its successors and assigns, in accordance with this Trademark Assignment.

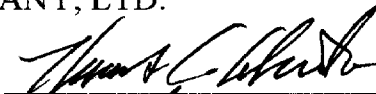
Enterprise binds itself, as well as its successors, assigns and legal representatives, to execute and deliver to Liberty, its successors and assigns, any further documents or instruments, and to do any and all further acts, that may be necessary to vest in Liberty, its successors and

assigns, the title herein conveyed, or intended so to be, and to enable such title to be recorded in the United States Patent and Trademark Office.

ATTEST:



ENTERPRISE COATINGS
COMPANY, LTD.

By: 
Name: Thomas E. Colasanto
Title: V.P.

DATE: March 15, 1999

Correspondences may be sent to:

Assignor

Enterprise Coatings Company, Ltd.
c/o Mark Shanley
62 Haven Road
Plymouth, Massachusetts 02360

Assignee

Liberty Fabrics, Inc.
One Cleveland Street
Gordonsville, VA 22942
Telecopier: (540) 832-7372
Attention: David Hillcoat

SCHEDULE A

1. Trademark: "VAPEX"; Registered December 1, 1992
2. Trademark: "EXOSKIN"; Registered February 17, 1998