

MLO 5-20-99 F

05-25-1999



HEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents

101044620

nal documents or copy thereof.

1. Name of conveying party(ies):

All-Clad Metalcrafters, LLC

- Individual(s)
- General Partnership
- Corporation
- Other Delaware Limited Liability Company
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Merger
- Purchase Agreement and Mutual Release
- Other \_\_\_\_\_

Execution Date: February 2, 1999

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

Name: Clad Holdings Corp.

Internal Address: 103 Springer Building

Street Address: 3411 Silveride Road

City: Wilmington State: DE ZIP: 19047

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other - A Delaware company

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)

2,073,725

Additional numbers attached  Yes  No

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

Name: Robert F. Zielinski

Internal Address: Wolf, Block, Schorr  
and Solis-Cohen LLP

Street Address: 111 South 15th Street

City: Philadelphia State: PA ZIP: 19102

6. Total number of applications and registrations involved:..... 1

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

- 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.

Robert F. Zielinski  
Name of Person Signing

Signature

May 13 1999  
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

5/24/1999 DMGUYEN 00000141 2073725

01 FC:481

40.00 OP

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT

WHEREAS, All-Clad Metalcrafters, LLC, a Delaware Limited Liability Company, is the owner of all right, title and interest in and to U.S. Trademark Registration No. 2,073,725, issued on June 24, 1997 in the United States Patent and Trademark Office for the trademark "MASTERCHEF".

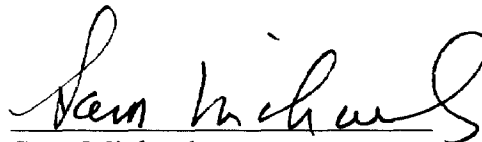
WHEREAS, Clad Holdings Corp., a Delaware company, having its principal place of business at 3411 Silverride Road, 103 Springer Building, Wilmington, Delaware 19047, is desirous of acquiring said intellectual property;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, All-Clad Metalcrafters, LLC hereby assigns to Clad Holdings Corp., all right, title and interest in the United States, in and to said intellectual property, together with all of the good will of the business symbolized by said intellectual property and the federal registration thereof.

IN WITNESS WHEREOF, Assignor, intending to be legally bound, has caused this instrument to be executed on its behalf by a duly authorized officer this 6th day of May, 1999.

ALL-CLAD METALCRAFTERS, LLC  
a Delaware Limited Liability Company

By:

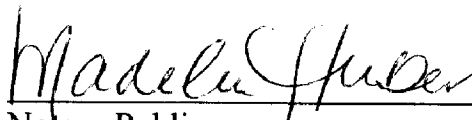


Sam Michaels  
Chief Executive Officer

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 6th day of May, 1999, personally appeared before me, a Notary Public in and for the State and County aforesaid, Sam Michaels, known to be Chief Executive Officer of 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

My Commission Expires:

MADELINE STIRBER  
Notary Public, State of New York  
No. 01-4843262  
Qualified in Suffolk County  
Commission Expires January 31, 192000

DSA:213164.2

RECORDED: 05/20/1999

TRADEMARK  
" REEL: 001900 FRAME: 0304