

07-15-1999



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year
4/30/99

Conveying Party

Mark if additional names of conveying parties attached

Name Victory Acquisition Group, LLC Execution Date
Month Day Year
4/30/99

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware Corporation

Receiving Party

Mark if additional names of receiving parties attached

Name Victory Refrigeration Company, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 110 Woodcrest Road

Address (line 2) _____

Address (line 3) Cherry Hill New Jersey 08003
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware Corporation

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

07/14/1999 MTHA11 00000290 1256771

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 325.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

| Trademark Application Number(s) | | | Registration Number(s) | | |
|---------------------------------|----------------------|----------------------|--|--|--|
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="1,256,771"/> | <input type="text" value="637,712"/> | <input type="text" value="1,118,717"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="631,765"/> | <input type="text" value="615,759"/> | <input type="text" value="1,072,946"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="1,041,272"/> | <input type="text" value="1,072,947"/> | <input type="text" value="1,159,029"/> |

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

David E. Bennett  7/6/99
Name of Person Signing Signature Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s)

Registration Number(s)

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| <input type="text"/> | <input type="text"/> | <input type="text"/> |

| | | |
|----------------------|----------------------|----------------------|
| 722,223 | 698,593 | 645,106 |
| 756,349 | 1,986,333 | |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |

ASSIGNMENT OF TRADEMARKS

WHEREAS, **Victory Acquisition Group, LLC**, a Delaware corporation whose principal address is 110 Woodcrest Road, Cherry Hill, New Jersey 08003 is the owner of the marks shown in Appendix A (the Marks); and

WHEREAS, **Victory Refrigeration Company, LLC** of 110 Woodcrest Road, Cherry Hill, New Jersey, is desirous of acquiring the Marks along with any issued registrations related to the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, **Victory Acquisition Group, LLC**, hereby assigns to **Victory Refrigeration Company, LLC**, the entire right, title and interest in and to the Marks together with the good will of the business associated with The Marks.

This the 30 day of April, 1999.

Victory Acquisition Group, LLC


Victory Acquisition Group, LLC

By: H.R. Schmitz

Title: PRESIDENT

Marianne Larsen 4-30-99
notary

MARIANNE LARSEN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires June 11, 2000

APPENDIX A

U.S. REGISTERED TRADEMARKS

| <u>MARK</u> | <u>REGISTRATION NO.</u> | <u>INT'L. CLASS</u> |
|------------------------|--------------------------------|----------------------------|
| VICTORY | 1,256,771 | 11 |
| VIMCO and Design | 637,712 | 11 |
| HALLMARK | 1,118,717 | 11 |
| STAKOLD (stylized) | 631,765 | 11 |
| SNO QUEEN (stylized) | 615,759 | 11 |
| RAPID CHILL and Design | 1,072,946 | 11 |
| RAPID BLAST and Design | 1,041,272 | 11 |
| RAPID THAW and Design | 1,072,947 | 11 |
| VERSA-TEMP | 1,159,029 | 11 |
| FOAM-FAST | 722,223 | 11 |
| V LINE (stylized) | 698,593 | 11 |
| RAETONE | 645,106 | 11 |
| QUICK-FLIP | 756,349 | 9 |
| S.L.I.M. | 1,986,333 | 11 |

Marianne Larsen 4-30-99

MARIANNE LARSEN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires June 11, 2000