

MA 7-29-99

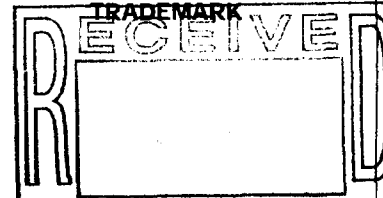
FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

08-03-1999



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U.S. Department of Commerce
Patent and Trademark Office



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 1617351

Effective Date
Month Day Year
04 01 97

Conveying Party

Mark if additional names of conveying parties attached

Name KOL Corp

Execution Date
Month Day Year
04 01 97

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name D. F. King & Co.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 77 Water Street

Address (line 2) _____

Address (line 3) New York NY 10005-4495
City State/Country Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Delaware

08/02/1999 DNGUYEN 00000143 1617351

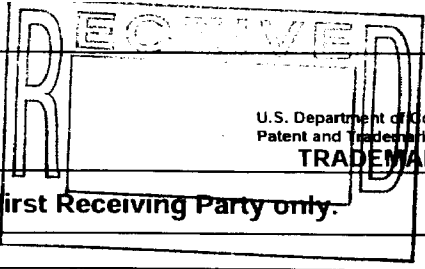
FOR OFFICE USE ONLY

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40.00 DP

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
REEL: 001938 FRAME: 0161



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

<input type="text" value="1617351"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
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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.

Kristine Fyfe
Name of Person Signing

Signature

7/27/99
Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, KOL Corp., a Delaware corporation having its principal office and place of business at 32-00 47th Avenue, Long Island City, New York 11101 (hereinafter, "Assignor"), is the owner of the trademarks and service marks set forth on the attached Schedule A, all common law rights relating thereto and all registrations and applications relating thereto (hereinafter, the "Trademarks"); and

WHEREAS, D. F. King & Co., Inc., a Delaware corporation having its principal office and place of business at 77 Water Street, New York, New York 10005-4495 (hereinafter, "Assignee"), and Assignor, among others, entered into an Asset Purchase Agreement dated as of January 29, 1997, pursuant to which (among other things) Assignor agreed to sell, convey, transfer, assign and deliver to Assignee all of its right, title and interest in, to and under the Trademarks, including the goodwill of the business connected with the use thereof and symbolized thereby; and

WHEREAS, Assignee desires to purchase, acquire and accept from Assignor the entire right, title and interest in, to and under the Trademarks, including the goodwill of the business connected with the use thereof and symbolized thereby;

NOW, THEREFORE, effective as of the date set forth opposite the signature of Assignor below, by this document and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, convey, transfer, assign and deliver to Assignee, and its successors and assigns, the entire right, title and interest in, to and under the Trademarks, all applications and registrations which have been or may be filed or issued in respect thereto and any renewals thereof, all goodwill of the business connected with the use of and symbolized by the Trademarks, all income, royalties, damages and payments now or hereafter due or payable in respect to the Trademarks, and all causes of action (either in law or in equity) and the right to sue, counterclaim and recover for past, present or future infringement of the rights assigned to assignee under this Trademark Assignment.

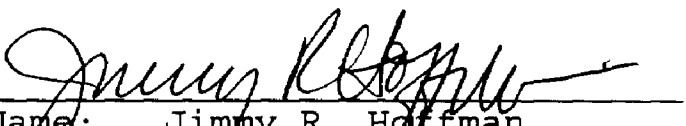
Assignor hereby agrees to execute all papers and to perform such other proper acts as Assignee or its

successors or assigns may deem reasonably necessary to secure to Assignee or to its successors or assigns the rights hereby transferred.

WHEREFORE, Assignor has caused this Trademark Assignment to be duly executed below on the date indicated by its duly authorized officer.

KOL CORP.
("Assignor")

Date: April 1, 1997

By 
Name: Jimmy R. Hoffman
Title: Chief Operating Officer

STATE OF NEW YORK:
COUNTY OF NEW YORK:

On this first day of April, 1997, before me, a Notary Public in and for the County of New York in the State of New York, personally appeared Jimmy R. Hoffman, to me known to be the Chief Operating Officer of KOL Corp., a Delaware corporation, and being duly sworn, averred that, being duly authorized, (s)he executed the foregoing Trademark Assignment as the free act and deed of said corporation for the uses and purposes set forth.



NOTARY PUBLIC

My Commission Expires: 12/23/98

MARY C. CHEN
Notary Public, State of New York
No. 02CH5070722
Qualified in New York County
Certificate Filed in New York County
Commission Expires 12/23/98

United States Trademarks
and Trademark Applications

<u>Mark</u>	<u>Reg. No.</u>	<u>Date Reg.</u>
TEL-ATHENA	1,617,351	10/16/90