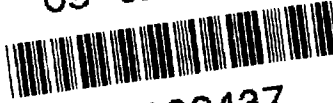


09-02-1999



101132437

To the Honorable Commissioner of Patents and Trademarks. Please

1. Name of conveying party(ies):

HEALTH-CHEM CORPORATION
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of Delaware
 Other

Additional name(s) of conveying party(ies) attached?
 yes no

Name and address of receiving party(ies)?

Name: ABERDEEN ROAD COMPANY

Internal Address:

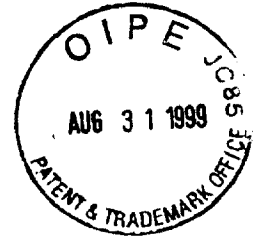
Street Address: Aberdeen Road

City Emigsville State PA Zip 17318

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - State of Pennsylvania
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:
Yes No

Additional name(s) & address(es) attached?
 Yes No



8-31-99

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: August 18, 1999

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Registration No. 1,903,405

Registration NO. 1,017,831

Registration No. 1,031,045

Additional numbers attached? Yes No

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

Cynthia Clarke Weber, Esq.
SUGHRUE, MION, ZINN, MACPEAK & SEAS, PLLC
2100 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20037-3202

6. Total number of applications and registration involved: 3

7. Total Fee (37 CFR 3.41): \$ 90.00

Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.

Authorized to be charged to Deposit Account

8. Deposit Account No.

(Attach dupl. copy of this page if paying by Deposit Account)

DO NOT WRITE IN 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.

Name *Cynthia Clarke Weber*

Date *8/31/99*

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET, ATTACHMENTS AND DOCUMENT: 3

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

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

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Washington, D.C. 20291

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FC:48
TRADEMARK
REEL: 001952 FRAME: 0300

ASSIGNMENT

WHEREAS, Health-Chem Corporation ("Assignor"), a Delaware corporation with an address at 460 Park Avenue, New York, New York 10022 (formerly 1212 Avenue of the Americas, New York, New York 10036 and 1107 Broadway, New York, New York 10010) is the owner of the trademarks and trademark registrations and applications therefor listed on attached Exhibit A in the United States; and

WHEREAS, Aberdeen Road Company ("Assignee"), a Pennsylvania corporation with an address at Aberdeen Road, Emigsville, Pennsylvania 17318, is desirous of acquiring said marks, the registrations and applications therefor and the goodwill appurtenant to the marks listed on attached Exhibit A;

NOW, THEREFORE, in exchange for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the marks and registrations and applications therefor identified on attached Exhibit A, together with the goodwill of the business symbolized by the marks in the United States.

HEALTH-CHEM CORPORATION

Date: 8/18/99

By: Bruce M. Schloers

Name: BRUCE M. SCHLOERS

Title: V.P.

EXHIBIT A

To Health-Chem Corporation Assignment to Aberdeen Road Company

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration/Renewal Date</u>
LURE & KILL (Stylized)	1,303,405	11/06/84
HERCON	1,017,831	08/12/95
HERCON	1,031,045	01/20/96