



101148311

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): GenCorp Inc.

- Individual(s)
- General Partnership
- Corporation-State (OH)
- Other: _____

- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other: _____
- Merger
- Change of Name

Execution Date: February 1, 1999

2. Name and address of receiving party(ies)

Name: Penn Racquet Sports, Inc.

Internal Address: _____

Street Address: 306 South 45th Avenue

City: Phoenix State: AZ ZIP: 85043

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State OH
- Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:

(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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):

1,794,354

Additional numbers attached? Yes No

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

Name: Hudak & Shunk Co., L.P.A.

Internal Address: Frank C. Rote, Jr.

Street Address: 7 West Bowery Street, Suite 808

City: Akron State: OH ZIP: 44308-1133

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:

08-3150 (for insufficient fees only)

(Attach duplicate copy of this page if paying by deposit account)

09/16/1999 DMBUYEN 00000346 1794354

FC:481

40.00 DP

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.

Frank C. Rote, Jr.

Name of Person Signing
Registration No. 20,395

Frank C. Rote, Jr.
Signature

9-10-99
Date

Total number of pages including cover sheet, attachments, and documents: 3

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

TRADEMARK
REEL: 001959 FRAME: 0361

ASSIGNMENT OF TRADEMARK

THIS ASSIGNMENT (the "Assignment") made as of the 1st day of February, 1999 by GENCORP INC., an Ohio corporation ("Assignor"), in favor of PENN RACQUET SPORTS, INC., an Ohio corporation ("Assignee").

WITNESSETH:

WHEREAS, Assignor is the owner of the registered trademark listed on Exhibit A attached hereto (the "Trademark"); and

WHEREAS, Assignee is desirous of acquiring said Trademark.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, convey, transfer and assign Assignee the Trademark and all of Assignor's right, title and interest in and to the Trademark, including, without limitation, (i) the goodwill of the business symbolized by the Trademark and (ii) all rights to sue and recover damages for any and all past infringements thereof, all of the same to be held and enjoyed by Assignee for its own use and for the use of its successors or assigns as fully and entirely as the same would have been enjoyed by Assignor if assignment thereof had not been made.

This Assignment is given pursuant to the Assignment and Assumption Agreement dated February 1, 1999 between Assignor and Assignee and is subject to the terms thereof, and shall not be construed to limit, alter, impair, enhance or enlarge the rights and obligations of Assignee and Assignor thereunder and is given solely for purposes of separately evidencing the transactions contemplated thereby.

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the day and year first above written.

GENCORP INC.

By: Robert F. Rywalski

Name: Robert F. Rywalski

Title: Assistant Secretary

Exhibit A

United States Trademark

Mark	Goods	Registration No.
TRIBUTE	Tennis Balls	1,794,354

assignment for forest 2

RECORDED: 09/13/1999

**TRADEMARK
REEL: 001959 FRAME: 0363**