

05-26-2000

*Re: MTD
5.11.00*



101367870

REGISTRATION FORM COVER SHEET
TRADEMARKS ONLY

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

REUB

Submission Type

New

Resubmission (Non-Recordation)
Document ID # 700000377

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Merger

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name A&E Products Group, Inc.

11301999

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 Carlisle Plastics Holding LLC

DBA/AKATA _____

Composed of _____

Address (line 1) Gateway Plaza

Address (line 2) 1 Harmon Meadows Boulevard

Address (line 3) Secaucus NJ 07094
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other Limited Liability Company

Citizenship/State of Incorporation/Organization Delaware

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.)

05/24/2000 JSH/DAZZ 00000219 911943

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 1325.00 OP

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="911943"/>	<input type="text" value="1130866"/>	<input type="text" value="1314695"/>
<input type="text" value="972662"/>	<input type="text" value="1130869"/>	<input type="text" value="1314697"/>
<input type="text" value="1104779"/>	<input type="text" value="1203613"/>	<input type="text" value="1421053"/>

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.

Robert R. Caliri

May 8, 2000

Name of Person Signing

Signature

Date Signed

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

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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<input type="text" value="1516371"/>	<input type="text" value="1640531"/>	<input type="text" value="1748429"/>
<input type="text" value="1536375"/>	<input type="text" value="1640532"/>	<input type="text" value="1771431"/>
<input type="text" value="1543505"/>	<input type="text" value="1650160"/>	<input type="text" value="1773651"/>
<input type="text" value="1546277"/>	<input type="text" value="1689039"/>	<input type="text" value="1785533"/>
<input type="text" value="1564013"/>	<input type="text" value="1689689"/>	<input type="text" value="1788140"/>
<input type="text" value="1564382"/>	<input type="text" value="1693094"/>	<input type="text" value="1797816"/>
<input type="text" value="1640449"/>	<input type="text" value="1718120"/>	<input type="text" value="1799348"/>

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
11 30 1999

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

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Address (line 2)

Address (line 3)
City State/Country Zip Code

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Registration Number(s)

<input type="text" value="1843602"/>	<input type="text" value="1947662"/>	<input type="text" value="2015491"/>
<input type="text" value="1849274"/>	<input type="text" value="1959861"/>	<input type="text" value="2032127"/>
<input type="text" value="1850323"/>	<input type="text" value="1974179"/>	<input type="text" value="2035911"/>
<input type="text" value="1888421"/>	<input type="text" value="1985143"/>	<input type="text" value="2063547"/>
<input type="text" value="1924624"/>	<input type="text" value="2006264"/>	<input type="text" value="2073591"/>
<input type="text" value="1937932"/>	<input type="text" value="2008500"/>	<input type="text" value="2080749"/>
<input type="text" value="1939885"/>	<input type="text" value="2008848"/>	<input type="text" value="2102329"/>

RECORDATION FORM COVER SHEET
CONTINUATION
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<input type="text" value="2111472"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="2115751"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="2234211"/>	<input type="text"/>	<input type="text"/>
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ASSIGNMENT

WHEREAS, on January 4, 1999, A&E PRODUCTS GROUP, INC., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware, United States of America, located and having its principal office at Gateway Plaza, 1 Harmon Meadows Boulevard, Secaucus, New Jersey 07094, United States of America (hereinafter referred to as "ASSIGNOR"), was the owner in the United States of America of the trademarks and registrations thereof identified in Schedule A attached hereto;

WHEREAS, in an instrument entitled "A&E Products Contribution Agreement", dated as of January 4, 1999, ASSIGNOR assigned to CARLISLE PLASTICS HOLDING LLC, a limited liability company duly organized and existing under and by virtue of the laws of the State of Delaware, United States of America, located and having its principal office at Gateway Plaza, 1 Harmon Meadows Boulevard, Secaucus, New Jersey 07094, United States of America (hereinafter referred to as "ASSIGNEE"), various assets of ASSIGNOR, including said marks and registrations, together with the goodwill of the business symbolized by said marks, as well as all rights and interests, both legal and equitable, in and to, and appurtenant to, said marks and registrations, including all causes of action for the present and/or past infringement of, or unfair competition with, said marks; and

WHEREAS ASSIGNEE has been advised that, in order to perfect title in itself in and to said marks, registrations, goodwill, rights, and interests, it is necessary that ASSIGNOR execute and deliver unto ASSIGNEE an instrument in writing formally assigning and confirming the assignment to ASSIGNEE of said marks, registrations, goodwill, rights, and interests;

NOW, THEREFORE, in consideration of the sum of ten United States dollars (US\$10.00) paid to ASSIGNOR, the sufficiency and the receipt of which are hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers, and sets over unto

ASSIGNEE, its legal representatives, successors, and assigns, nunc pro tunc, as of January 4, 1999, the entire right, title, and interest, in and to said marks and registrations, together with the goodwill of the business symbolized by said marks, as well as all rights and interests, both legal and equitable, in and to, and appurtenant to, said marks and registrations, including all causes of action for the present and/or past infringement of, or unfair competition with, said marks; and ASSIGNOR does hereby confirm its understanding that said marks, registrations, goodwill, rights, and interests became, or were intended to become, the property of ASSIGNEE as of January 4, 1999, and that this assignment is deemed to have become effective as of January 4, 1999.

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument of assignment to be executed by its duly authorized officer, at Boca Raton, Florida, United States of America, nunc pro tunc, as of January 4, 1999, this 30th day of November, 1999.

A&E PRODUCTS GROUP, INC.

By

Vanessa Perillo
Name: Vanessa Perillo
Title: Assistant Secretary

SCHEDULE A

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
TUFFIES	911943	Jun 08 1971
STRONG BOY	972662	Nov 13 1973
KLEEN KAN	1104779	Oct 24 1978
FILM-GARD	1130866	Feb 12 1980
FILM-GARD Logo	1130869	Feb 12 1980
RUFFIES	1203613	Aug 03 1982
HIPOLEX & Design	1314695	Jan 15 1985
STEEL-FLEX	1314697	Jan 15 1985
LINEAR-PLUS Logo	1421053	Dec 16 1986
TRISTAR & Design	1516371	Dec 13 1988
SURE SAK	1536375	Apr 25 1989
ISOLINER & Design	1543505	Jun 13 1989
HOSPILINER & Design	1546277	Jul 04 1989
LOCK-TIGHT	1564013	Oct 31 1989
COLOR SCENTS	1564382	Nov 07 1989
VALU SAK	1640449	Apr 09 1991
PAILPALS	1640531	Apr 09 1991
TOSS 'EMS	1640532	Apr 09 1991
CUT & COVER	1650160	Jul 09 1991
SUPER-GARD	1689039	May 26 1992
SHOP SAK	1689689	May 26 1992
STOR-MOR	1693094	Jun 09 1992

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
SURE-GRIP	1718120	Sep 22 1992
ECO-CHOICE & Design	1748429	Jan 26 1993
STEEL-FLEX	1771431	May 18 1993
RHINO-X & Design	1773651	May 25 1993
ECO-CHOICE	1785533	Aug 03 1993
BIG CITY	1788140	Aug 17 1993
HIPOLEX Logo	1797816	Oct 12 1993
Spartan Design	1799348	Oct 19 1993
No Tear Design	1843602	Jul 05 1994
IT'S MORE. FOR LESS.	1849274	Aug 09 1994
BUSINESS BAGS	1850323	Aug 16 1994
VALU-FOLD	1888421	Apr 11 1995
AGRI-POLY	1924624	Oct 03 1995
RIP STOP	1937932	Nov 28 1995
CP Logo	1939885	Dec 05 1995
CARLYN	1947662	Jan 09 1996
BRAHMA	1959861	Mar 05 1996
QUICK PICKS	1974179	May 14 1996
CP Logo	1985143	Jul 09 1996
RUFFIES & Design	2006264	Oct 08 1996
LOCK TIGHT	2008500	Oct 15 1996
SOLUTIONS FOR SUCCESS	2008848	Oct 15 1996
PHOTOLAM	2015491	Nov 12 1996

- 2 of 3 -

TRADEMARK
REEL: 002076 FRAME: 0211

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
CURB SIDE	2032127	Jan 21 1997
SOLUTIONS FOR SUCCESS	2035911	Feb 04 1997
RUFFIES	2063547	May 20 1997
STRESS TECH	2073591	Jun 24 1997
RUFFIES SURE STRENGTH	2080749	Jul 22 1997
RUFFIES PRO	2102329	Sep 30 1997
Stretching Hands Design	2111472	Nov 04 1997
CARLISLE PLASTICS	2115751	Nov 25 1997
SHOP SAK	2234211	Mar 23 1999

ACKNOWLEDGMENT

UNITED STATES OF AMERICA)
)
STATE OF FLORIDA) SS.
)
COUNTY OF PALM BEACH)

Before me, the undersigned Notary Public, duly qualified, commissioned, and acting, in and for the State and County aforesaid, personally appeared Vanessa Perillo, who is personally known to me, and known by me to be Assistant Secretary of A&E Products Group, Inc., the Delaware corporation named in the above and foregoing instrument, and did acknowledge that she signed, sealed, and delivered the foregoing instrument as her free and voluntary act and deed, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth, and that she was duly authorized so to do.

In witness whereof, I have hereunto set my hand at Boca Raton, Florida, United States of America, this 30th day of November, 1999.

Kathleen D. McRae
Notary Public



Kathleen D. McRae
Commission # 00 818104
Expires Mar. 16, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231 on

MAY 8, 2000
Date of Deposit
Robert R. Caliri
Signature ROBERT R. CALIRI
MAY 8, 2000
Date of Signature