

10-12-2000

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TRADEMARKS ONLY

To the Hon
Please recd



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emarks:
/ thereof.

TRADEMARKS ONLY

1. Name of Party(ies) conveying an interest:

DNS Associates, Inc.

- Entity:
- Individual(s)
 - General Partnership
 - Corporation-State New York
 - Other
 - Association
 - Limited Partnership

2. Name and Address of Party(ies) receiving an interest:

Name: Penfl, Industries, Inc

Internal Address:

Street Address: 149 West 36th Street

City: New York

State: NY Zip: 10018

- Entity:
- Individual
 - General Partnership
 - Corporation-State New York
 - Other
 - Association
 - Limited Partnership

Citizenship

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

- Yes
- No

(The attached document must not be an assignment)

3. Interest Conveyed:

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

4. Application number(s) or registration number(s). Additional sheet attached?

A. Trademark Application No.(s)

Yes No

B. Trademark Registration No.(s)

Reg. No. 1,098,853 DAVID N

Reg. No. 1,504,923 CHEMISTRY

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

Name: Gail E. Nickols

Internal Address: Graham Campaign

Street Address: Suite #1300

City: New York

State: NY Zip: 10036

6. Number of applications and registrations involved:

- 2 -

7. Amount of fee enclosed or authorized to be charged:

\$ 65

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):



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DO NOT USE THIS SPACE

09-15-2000

U.S. Patent & TMOrc/TM Mail Rpt Dt. #01

01 FC:48: 40.00 OP
02 FC:482 25.00 OP

9. Date of execution of attached document August 18, 2000

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:

September 15, 2000

Date

Gail E. Nickols

Signature

Gail E. Nickols

Name of Person Signing

TRADEMARK ASSIGNMENT

WHEREAS, D N S ASSOCIATES, INC., a New York corporation (the "ASSIGNOR"), has adopted, used, is using, and is the owner of the following trademarks now registered in the United States Patent and Trademark Office:

<i>Trademark</i>	<i>Registration No.</i>	<i>Date of Registration</i>
DAVID N	1,098,853	August 8, 1978
CHEMISTRY	1,504,923	September 20, 1988

WHEREAS, PENFLI INDUSTRIES, INC., a New York corporation (the "ASSIGNEE"), has agreed to acquire and the ASSIGNOR has agreed to sell, assign, and transfer said registered trademarks pursuant to a Bill of Sale, dated as of the 7th day of July, 2000, between the ASSIGNOR and the ASSIGNEE.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the ASSIGNOR hereby sell, assigns, and transfers to the ASSIGNEE all of the ASSIGNOR'S right, title, and interest in and to said trademarks together with the goodwill symbolized by said trademarks and the registration thereof.

Signed as of this 18th day of August, 2000

D N S Associates, Inc.

By: [Signature]
Name: Jeffrey Zweibel
Title: Vice President

STATE OF NEW YORK)
).ss.:
COUNTY OF NEW YORK)

On August 18, 2000, before me personally came Jeffrey Zweibel, to me known, who, being first by me duly sworn, did depose and say that he resides at _____; that he is the V.P. of D N S Associates, Inc., the corporation described in the foregoing Trademark Assignment; and that he signed his name thereto by order of the board of directors of said corporation.

[Signature]
Notary Public

MARVIN EPSTEIN
Notary Public, State of New York
No. 02EP1124676
Qualified in New York County
Commission Expires October 19, 2001