

12-07-2000



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FRONT SHEET
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of

attached original documents or copy thereof.

1. Name of conveying party(ies):

Venus-Gusmer, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____

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

3. Nature of conveyance:

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

Execution Date: November 8, 2000

2. Name and address of receiving party(ies)

Name: Graves Spray Supply, Inc.

Internal Address: _____

Street Address: 5148 113th Avenue

City: Clearwater State: FL ZIP: 33760

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Illinois
- Other _____

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

(Designations must be a separate document from assignment)

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

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

A. Trademark Application No.(s)

75/349,287

B. Trademark Registration No.(s)

1,207,878, 1,212,156 & 1,259,142

Additional numbers attached? Yes No

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

Name: H. William Larson

Internal Address: Larson & Larson, P.A.

Street Address: 11199 - 69th Street North

City: Largo State: FL ZIP: 33773

6. Total number of applications and registrations involved: _____

4

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

12-0551 deficiencies

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

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.

H. William Larson

Name of Person Signing

Signature

11-8-00

Date

Total number of pages including cover sheet, attachments, and document: _____

3

ASSIGNMENT

WHEREAS, Venus-Gusmer, Inc, a Delaware corporation located and doing business at 1862 Ives Avenue, Kent, Washington 98032 ("Assignor"), owns all right, title and interest in and to the FLOWCHOP, VENUS, Venus Design and CHOP-HOOP WINDER trade names and trademarks ("Trademarks"), including Federal App. Ser. No. 75/349,287 for FLOWCHOP and Federal Reg. Nos. 1,207,878; 1,212,156; and 1,259,142 for VENUS, Venus Design and CHOP-HOOP WINDER, respectively, together with the goodwill symbolized by and associated with the Trademarks; and

WHEREAS, Graves Spray Supply, Inc., an Illinois Corporation located and doing business at 5148 113th Avenue, Clearwater, Florida 33760 ("Assignee"), desires to acquire all of Assignor's right, title and interest in and to the Trademarks, including Federal App. Ser. No. 75/349,287 for FLOWCHOP and Federal Reg. Nos. 1,207,878; 1,212,156; and 1,259,142 for VENUS, Venus Design and CHOP-HOOP WINDER, respectively, together with the goodwill symbolized by and associated with the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor assigns to Assignee all of its right, title, and interest in and to the Trademarks, including Federal App. Ser. No. 75/349,287 and Federal Reg. Nos. 1,207,878; 1,212,156; and 1,259,142, together with the goodwill symbolized by and associated with the Trademarks, and the right to sue for past infringement.

The undersigned warrants that he or she has the authority to execute this Assignment on behalf of Assignor.

Venus-Gusmer, Inc.

By: Lori M. Johnson
Title: Lori M. Johnson Vice President
Date: September 15, 2000

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles } ss.

On 9-14-00, before me, Kimberley Smith O'Byrne,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Lori M. Johnson
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Kimberley Smith O'Byrne
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Assignment

Document Date: Sept. 14, 2000 Number of Pages: One (1)

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: Lori M. Johnson

Individual

Corporate Officer — Title(s): Vice President

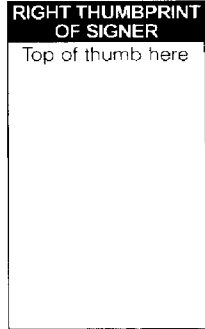
Partner — Limited General

Attorney in Fact

Trustee

Guardian or Conservator

Other: _____



Signer Is Representing: Venus-Gusmer