

1717/134

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101557890

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

1. Name of conveying party(ies):  
**First Preference Products Corp.**

*MLO  
11-28-00*

- Individual(s)
- General Partnership
- Corporation - Connecticut
- Other:

- Association
- Limited Partnership

Additional name(s) of conveying parties attached?  Yes  No

2. Name and address of receiving party(ies):

Name: **The Girod Corporation**  
Address: **1105 N. Market Street  
Suite 1300  
Wilmington, Delaware 19899**

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- 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(s) attached:  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:

- Merger
- Change of Name

Effective Date: October 16, 2000

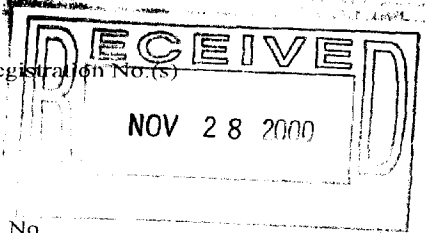
4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/222,082

B. Trademark Registration No.(s)

55,818



Additional Numbers attached?  Yes  No

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

Name: James E. Rosini, Esq.  
Address: KENYON & KENYON  
One Broadway  
New York, New York 10004

6. Total number of applications and registrations involved: 1

7. Total fee (37 C.F.R. 3.41) ..... \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-0600

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.*

*Asiyah McCarthy*  
Name of Person Signing

*Asiyah McCarthy*  
Signature

*11/10/00*  
Date

Total number of pages comprising cover sheet:

OMB No. 0551-0011 (exp. 4/94)

12/21/2000 HTMA11 00000007 110600 7522082

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01 FDx481 documents 40.00 GN recorded with required cover sheet information to:

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Washington DC 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0605-0011), Washington, D.C. 20503

TRADEMARK ASSIGNMENT

WHEREAS, FIRST PREFERENCE PRODUCTS CORP., a corporation organized under the laws of the State of Connecticut, having a place of business at P.O. Box 630C, Pocketknife Square, Lakeville, Connecticut 06039 (hereinafter "Assignor") is the owner of all right, title and interest in and to trademark "PRESTO", which is the subject of U.S. Registration No. 55,818 and pending application United States Serial No. 75/222,082 (hereinafter the "Trademark");

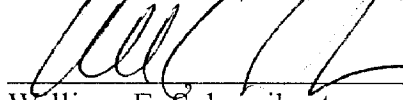
THE GIROD CORPORATION, a corporation organized under the laws of Delaware, having a place of business at 1105 N. Market Street, Suite 1300, Wilmington, Delaware 19899 (hereinafter "Assignee"), is desirous of acquiring any and all rights held by Assignor in and to the Trademark.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign to Assignee all of its right, title and interest in and to the Trademark, together with the goodwill of the business appurtenant to and symbolized by the Trademark and including, without limitation, all common law rights in and to the Trademark and the right to recover for the past infringement of the Trademark.

Assignor is assigning the Trademark as part of that portion of the good will of the business to which the Trademark pertains as required by Section 10 of the Trademark Act (15 U.S.C. §1060).

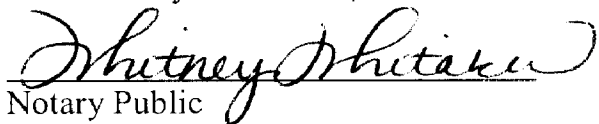
Date: October 16, 2000

FIRST PREFERENCE PRODUCTS CORP.



William E. Schwaikert  
President

Subscribed and sworn to before me  
this 16th day of October, 2000



Notary Public

**WHITNEY WHITAKER**  
**NOTARY PUBLIC**  
MY COMMISSION EXPIRES DEC. 31, 2003