

MPO
1.9.01

01-16-2001



To the Honorable Commissioner of Patents
thereof.

attached original documents or copy

101581430

1. Name of conveying party(ies):

Bert Kevin Kelly

- Individual(s) Association
 - General Partnership Limited Partnership
 - Corporation-State
 - Other _____
- Additional name(s) of conveying party(ies) attached? Yes
 No



3. Nature of conveyance:

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

Execution Date: 1/05/01

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

Name: The New This End Up Furniture Company

Internal Address: 10405 Van Patten Lane

Street Address: 10405 Van Patten Lane

City: Great Falls State: VA ZIP 22066

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

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

(Designation must be a separate document from Assignment).
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1948916, 1449071, 1174242, 1036241, 1632020, 1619175

Additional numbers attached? Yes No

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

Name: Cooley Godward LLP

Internal Address: Mary G. Manley

Street Address: One Freedom Square, Reston Town Center, 11951 Freedom Drive

City: Reston State: VA ZIP 20190-5601

6. Total number of applications and registration involved: 6

7. Total fee (37 CFR 3.41):.....
\$ 165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(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.

Mary G. Manley 1/09/01
(Name of Person Signing) Date

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

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

01/16/2001 DNGUYEN 00000221 1449071

01 FC:481 40.00 OP
02 FC:482 125.00 OP

81028 v1/RE
1Q\$S01!.DOC
010901/1435

ASSIGNMENT OF TRADEMARKS AND DOMAIN NAMES

THIS ASSIGNMENT OF TRADEMARKS AND DOMAIN NAMES (this "*Assignment*") is made as of this 5 day of January, 2001 by and among B. KEVIN KELLY, an individual residing at 10405 Van Patten Lane, Great Falls, Virginia ("*Assignor*"), and THE NEW THIS END UP FURNITURE COMPANY, a Delaware corporation ("*Assignee*").

RECITALS

Assignor is the owner of all rights, title and interest in and to the trademarks (registered and unregistered), trade names, and domain names listed on the attached Schedule A (the "*Assets*").

Assignee is desirous of acquiring the Assets from Assignor.

Assignor has agreed to sell, assign, transfer and convey the Assets to Assignee.

AGREEMENTS

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all of Assignor's rights, title and interest in and to all of the Assets, together with all of the goodwill of the business symbolized by all of the trademarks, trade names, and domain names and any registration thereof.

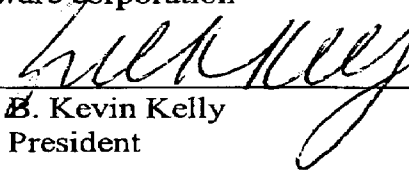
Signed at Great Falls, Virginia this 5 day of January, 2001.

ASSIGNOR:


 B. KEVIN KELLY
 an individual

ASSIGNEE:

THE NEW THIS END UP FURNITURE COMPANY
 a Delaware corporation

By: 
 B. Kevin Kelly
 President

SCHEDULE A

Trademarks	Reg/Serial Number	Reg/Filing Date	Class
Campus Collection	75/006,778	10/17/95	20
This End Up	1,948,916	01/16/96	42
Prism Furniture Company (Stylized)	1,539,358	05/16/89	20,42
Prism	1,449,071	07/21/87	42
This End Up	1,174,242	10/20/81	20
This End Up Furniture Co & Design	1,036,241	03/23/76	20
Woods End Designs	1,632,020	01/15/91	42
Furniture You Can Put Your Feet On	1,619,175	10/23/90	42

Unregistered Common Law Trademarks

t.e.u. Kids & Design
TEU

Foreign Applications

Mark	Country	Ser. No	Filing Date	Class
This End Up	Korea	95-22	N/A	National Class 112

SCHEDULE A (continued)

Foreign Registrations

Mark	Country	Ser. No	Filing Date
This End Up	Canada	409,708	03/26/93
This End Up & Design	Canada	255,837	02/13/81
This Side Up	Canada	284,757	11/10/83

SCHEDULE A (continued)

WEB DOMAIN NAMES

www.thisendup.com

www.thisendupfurniture.com

www.thisendupcontract.com

www.thisendup.org

www.teuonline.com

www.thisendupfurnitureco.com

www.thisenduphome.com

www.thisenduponline.com