

02-28-2001



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U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

2.7.01

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

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- 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  
11 25 1996
- Merger
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Name Mafco Worldwide Corporation

Execution Date  
Month Day Year  
11 25 1996

Formerly \_\_\_\_\_

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other \_\_\_\_\_

836 146

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Pneumo Abex Corporation

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) Third Street & Jefferson Avenue

Address (line 2) \_\_\_\_\_

Address (line 3) Camden

City

New Jersey

State/Country

08104

Zip Code

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other \_\_\_\_\_

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 the Assignment.)

FOR OFFICIAL USE ONLY

02/28/2001 00000066 041679 836186

40.00 CH  
400.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK  
REEL: 002241 FRAME: 0578

**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.

# 8

**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)**

_____	_____	_____	<u>836,186</u>	<u>084,018</u>	<u>864,099</u>
_____	_____	_____	<u>625,539</u>	<u>612,290</u>	<u>997,652</u>
_____	_____	_____	<u>1,060,456</u>	<u>856,843</u>	<u>1,469,567</u>

**Number of Properties**

Enter the total number of properties involved.

# 17

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 440.00

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:

# 04-1679

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.

Lewis F. Gould, Jr.

Name of Person Signing

[Signature]

Signature

February 5, 2001

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 \_\_\_\_\_

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 the Assignment.)

## 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)

<u>2,331,742</u>	<u>1,017,526</u>	_____
<u>1,278,230</u>	_____	_____
<u>764,149</u>	_____	_____
<u>635,021</u>	_____	_____
<u>753,781</u>	_____	_____
<u>753,608</u>	_____	_____
<u>753,563</u>	_____	_____

**- SCHEDULE A -  
MAFCO WORLDWIDE CORPORATION**

<b>MARK</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
BEAUTY BLANKET	836,186	10/03/1967
BVB	625,539	04/17/1956
COCOA DRESS & Design	1,060,456	03/01/1977
Design of Ship	084,018	10/31/1911
MAFCO	612,290	10/13/1955
MAFCO & Design	856,843	10/17/1968
MAFCO & Design	864,099	01/28/1969
MAFCO-MAGNASWEET	997,652	11/05/1974
MAG	1,469,567	12/22/1987
MAGNASWEET	2,331,742	03/21/2000
RIGHT DRESS	1,278,230	05/15/1984
RIGHT DRESS & Design	764,149	02/04/1964
S	635,021	10/02/1956
SHIP BRAND	753,781	07/30/1963
SHIP BRAND	753,608	07/30/1963
SHIP BRAND	753,563	07/30/1963
SME	1,017,526	08/05/1975

PH1\814722.1

State of Delaware  
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"MAFCO WORLDWIDE CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "PNEUMO ABEX CORPORATION" UNDER THE NAME OF "PNEUMO ABEX CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 1996, AT 1:35 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2094997 8100M  
960344695

AUTHENTICATION: 8208642  
DATE: 11-25-96

TRADEMARK  
REEL: 002241 FRAME: 0582

11/25/96

14:45

SKARDEL → DEL-DIV-OF-CORPS-4

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 01:35 PM 11/25/1996  
960344695 - 2094497

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING MAFCO WORLDWIDE CORPORATION WITH AND INTO  
PNEUMO ABEX CORPORATION**

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Pursuant to Section 253 of the General  
Corporation Law of the State of Delaware

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Mafco Worldwide Corporation, a Delaware corporation (the "Corporation"), does hereby certify the following facts relating to the merger of the Corporation with and into Pneumo Abex Corporation, a Delaware corporation and wholly owned subsidiary of the Corporation ("Subsidiary"):

**FIRST:** Each of the Corporation and Subsidiary is incorporated pursuant to the General Corporation Law of the State of Delaware;

**SECOND:** The Corporation owns all the outstanding shares of capital stock of Subsidiary;

**THIRD:** The merger has been approved by the sole stockholder of the Corporation;

**FOURTH:** The Corporation hereby merges itself into Subsidiary;

**FIFTH:** On November 14, 1996, the Board of Directors of the Corporation adopted the following resolutions to merge the Corporation with and into Subsidiary:

**RESOLVED,** that the Board of Directors of the Corporation authorizes the merger (the "Merger") of the Corporation with and into Pneumo Abex Corporation, a Delaware corporation and wholly owned subsidiary of the Corporation ("Subsidiary"), with Subsidiary being the surviving corporation in the Merger and the separate existence of the Corporation ceasing to exist; and it is further

TRADEMARK

REEL: 002241 FRAME: 0583

11/25/96

14:45

SKARDEL → DEL-DIV-OF-CORPS-4

NO. 587 DE?

**RESOLVED**, that in the Merger each share of common stock, par value \$1.00 per share, of Subsidiary ("Subsidiary Common Stock") issued and outstanding prior to the Merger shall be cancelled and each issued and outstanding share of common stock, par value \$1.00 per share, of the Corporation be converted into one issued and outstanding share of Subsidiary Common Stock; and it is further

**RESOLVED**, that the directors of the Corporation immediately prior to the effective time of the Merger (the "Effective Time") be, from and after the Effective Time, the directors of the Subsidiary, as the surviving corporation in the Merger, to serve until the next annual meeting of stockholders of the Subsidiary, as the surviving corporation in the Merger, and until their successors shall be elected and duly qualified; and it is further

**RESOLVED**, that the Merger, on the terms set forth in the foregoing resolutions, be submitted to the stockholders of the Corporation for approval and adoption or disapproval and that the Board of Directors of the Corporation hereby recommends to such stockholders that they vote for approval and adoption of the Merger; and it is further;

**RESOLVED**, that any officer of the Corporation be, and each of them individually hereby is, authorized to take or cause to be taken all such actions and to execute and deliver or cause to be executed and delivered all such instruments and documents, in the name and on behalf of the Corporation and to incur all such fees and expenses as in such officer's or officers' judgment may be necessary or advisable in order to carry out fully the intent and purposes of the foregoing resolutions and each of them; and it is further

**RESOLVED**, that each action heretofore taken by any officer of the Corporation in connection with the transactions contemplated by the foregoing resolutions be, and each of them hereby is, approved, ratified and confirmed in all respects.

11/25/96 14:45 SKARDEL -> DEL-DIV-OF-CORPS-4

NO. 587 008

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed in its corporate name by a duly authorized officer as of November 26, 1996.

MAFCO WORLDWIDE CORPORATION

By: *Glenn P. Dickes*  
Name: Glenn P. Dickes  
Title: Vice President