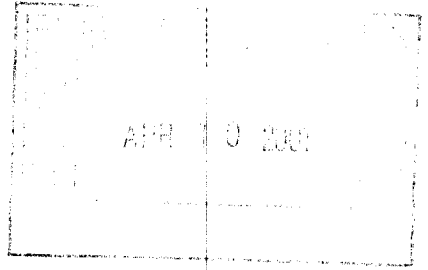


04-24-2001



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COVER SHEET

4-10-01



TRADEMARK ASSIGNMENT

ASSIGNOR: CITROIL ENTERPRISES, INC.

ASSIGNEE: CE ACQUISITION CORP.
320 Veterans Boulevard
Carlstadt, New Jersey 07074

INTEREST: All rights, title and interest in and to the Trademark, together with the good will of the business symbolized by the Trademark, and the registration and application thereof.

DATE OF EXECUTION OF ASSIGNMENTS: MARCH 27, 2001

NUMBER OF ASSIGNMENTS: 1

TOTAL FEE: \$40.00

CONTACT: Correspondence concerning this request to record the trademark assignment should be directed to Emmanuel J. Adler, Esq., Blank Rome Tenzer Greenblatt LLP, 405 Lexington Avenue, New York, NY 10174.

To the best of the undersigned's knowledge and belief, the information contained on this cover sheet is true and correct and that the attached is a true copy of the executed original of the Trademark Assignment.

CITROIL ENTERPRISES, INC.

By: Edmund P. Henneley
Name: EDMUND P. HENNELEY
Title: Pres & CEO

(
RECEIVED
MARCH 27 2001
4:00 PM
)

TRADEMARK ASSIGNMENT

STATE OF *NEW YORK*)
) ss:
COUNTY OF *SUFFOLK*)

WHEREAS, CITROIL ENTERPRISES, INC. ("Citroil"), a corporation duly organized and existing under the laws of the State of New Jersey, with its principal place of business at 320 Veterans Blvd., Carlstadt, NJ 07074 is the owner of the trademark CITROIL (the "Trademark"); and

WHEREAS, the Trademark was registered in the United States Patent and Trademark Office, Registration No. 0874519, dated August 12, 1969; and

WHEREAS, CE ACQUISITION CORP. ("Buyer"), a corporation duly organized and existing under the laws of the State of New Jersey, with its principal place of business at 320 Veterans Boulevard, Carlstadt, New Jersey 07074 is acquiring the Trademark from Citroil pursuant to the terms of a certain Assets Purchase Agreement;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Citroil does hereby assign unto Buyer all rights, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark, and the registrations and applications thereof.

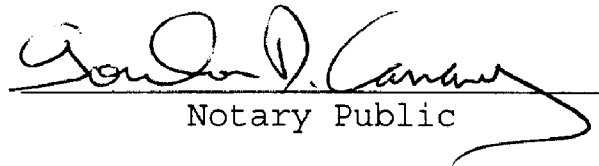
Dated: March 27, 2001

CITROIL ENTERPRISES, INC.

By: *Edmund P. Henneberry*
Name: *EDMUND P. HENNEBERRY*
Title: *PRESIDENT AND CEO*

STATE OF *New York*)
) ss:
COUNTY OF *Suffolk*)

On the 27th day of March, 2001, before me personally came Edmund P. Hennally to me known, who, being by me duly sworn, did depose and say that he resides in NEW YORK; that he is the President CEO of the corporation described in and which executed the above instrument; and that he signed his name thereto by order of the board of directors of said corporation.


Notary Public

GORDON D. CANARY
Notary Public, State of New York
No. 4742710
Qualified in Suffolk County
Commission Expires April 30, 2001