

05-21-2001

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



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

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5-2-01

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# _____

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Reel # _____ Frame # _____

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Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Effective Date
Month Day Year
March 26 2001

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name T.M.I. Associates, L.P.
Formerly _____

Execution Date
Month Day Year
March 26 2001

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of conveying parties attached

Name BDS Two, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2711 Centreville Road, Suite 202

Address (line 2) _____

Address (line 3) Wilmington DE 19808
City State/Country Zip Code

Individual General Partnership Limited Partnership
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 Assignment.)

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

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40.00 CH
150.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:

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Patent and Trademark Office

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TRADEMARK

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 614/223-9317

Name James B. Farmer

Address (line 1) Benesch, Friedlander, Coplan & Aronoff, LLP

Address (line 2) 88 East Broad Street, 9th Floor

Address (line 3) Columbus, Ohio 43215

Address (line 4) _____

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 2

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

See Attached Schedule A

Number of Properties Enter the total number of properties involved. # 7

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$190.00

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: #05-0850

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.

James B. Farmer
Name of Person Signing

James B. Farmer
Signature

3/26/01
Date Signed

SCHEDULE A

TRADEMARKS OWNED BY T.M.I. ASSOCIATES, L.P.
(UNITED STATES)

	<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
1.	ELMER'S	2,246,272	May 18, 1999
2.	ELMER'S	2,239,290	April 13, 1999
3.	ELMER'S & bull in house design	2,200,930	November 3, 1998
4.	ELMER'S THE HOME SOLUTION & design	1,462,444	October 27, 1987
5.	ELMER'S PROFESSIONAL	1,099,090	August 15, 1978
6.	ELMER'S WEATHER – TITE & design	2,108,834	October 28, 1997
7.	ELMER'S	2,346,014	April 25, 2000

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ASSIGNMENT OF TRADEMARKS

WHEREAS, T.M.I. Associates, L.P., the full post office address of whose principal office or place of business is 2711 Centreville Road, Wilmington, Delaware 19808 (the "Assignor"), is the owner of all right, title and interest in and to the trademarks which have been applied for or registered in the United States Trademark Office under the numbers and on the dates indicated in the schedule attached hereto and incorporated herein by reference (the "Trademarks"); and

WHEREAS, BDS Two, Inc., the full post office address of whose principal office or place of business is 2711 Centreville Road, Wilmington, Delaware 19808 (the "Assignee"), is desirous of acquiring from Assignor the whole right, title and interest in and to the Trademarks, together with the goodwill associated with the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties hereto, the Assignor confirms that the Assignor has sold, assigned and transferred and by these presents does hereby sell, assign and transfer unto the Assignee, its successors and assigns, the Assignor's entire and undivided right, title and interest in and to the Trademarks and the associated goodwill of its business symbolized thereby and all applications and registrations of same, as well as all rights to injunctive relief, damages or profits, due or accrued, arising out of all causes of action, past, present, and future, including infringement of the Trademarks, or other violations or injury to the said goodwill, and the right to sue for and recover the same in Assignee's own name and the names of Assignee's successors, assigns or other legal representatives.

IN WITNESS WHEREOF, this Assignment has been executed this 26th day of March, 2001.

T.M.I. ASSOCIATES, L.P. (Assignor)

By Alyssa A. Anton
Name: Alyssa A. Anton
Title: Vice President, BDS Two, Inc.
Sole partner of TMI Assoc.

STATE OF Delaware

COUNTY OF New Castle, SS:

On this 26th day of March, 2001, before me appeared Alyssa A. Anton the person who signed this instrument, who acknowledged that she/he signed it as a free act on behalf of T.M.I. Associates, L.P., with authority to do so.

(SEAL)

Christine E. Lockwood
Notary Public *Commission expires 12/5/02*

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