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05-31-2001

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies):</p> <p><u>Berg Color-Tone, Inc.</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>New York</u> <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Omega Acquisition Corp.</u> Internal _____ Address: _____</p> <p>Street Address: <u>1041 South Carroll Street</u> City: <u>Hampstead</u> State: <u>MD</u> Zip: <u>21074</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Maryland</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>April 20, 2001</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p><u>1135963</u> <u>1074360</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Charles Stamm, Esquire</u></p> <p>Internal Address: <u>Suite 2115</u></p> <p>Street Address: <u>25 S. Charles Street</u></p> <p>City: <u>Baltimore</u> State: <u>MD</u> Zip: <u>21201</u></p>	<p>6. Total number of applications and registrations involved: 2</p> <p>7. Total fee (37 CFR 3.41)..... \$ <u>65.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Charles Stamm 5/23/01
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK
REEL: 002306 FRAME: 0199

ASSIGNMENT OF MARKS

WHEREAS, Berg Color-Tone, Inc., a New York corporation (the "Assignor") owns, has adopted, used and/or is using each of the following marks (collectively, the "Marks"):

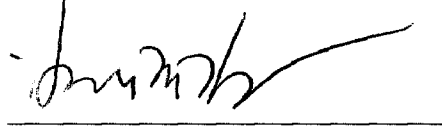
- Berg Color Tone (Registration No. 1074360)
- 'Touchrite (Registration No. 1135963)
- Silver-Saver (Not Registered)
- Berg Bath (Not Registered)

WHEREAS, pursuant to the terms of that certain Asset Purchase Agreement dated as of April 20, 2001 by and among Assignor, Omega Acquisition Corporation, a Maryland corporation ("Assignee"), and the principal stockholders of Assignor, the Assignor has agreed to assign to Assignee all of the Assignor's right, title and interest in and to the Marks, any registrations thereof and applications therefor, and the goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign and transfer unto Assignee all rights, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, all common law rights in the Marks and any registrations thereof and applications therefor.

IN WITNESS WHEREOF, the undersigned has executed this Assignment of Marks this ___ day of _____, 2001, to be effective as of the day and year first above written.

ATTEST:



BERG COLOR-TONE, INC.

By: Hannah Weinberg (SEAL)
Name: Hannah Weinberg
Title: President