

07-10-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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

101771303

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

1. Name of conveying party(ies):

Best Manufacturing Inc. 7-301

- Individual(s) Association General Partnership Limited Partnership Corporation-State NY 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:

2. Name and address of receiving party(ies)

Name: Best Textiles LLC

Internal Address:

Street Address: 1633 Broadway, 18th Floor

City: New York State: NY Zip: 10019

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other limited liability company

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

See Attachment

Additional number(s) attached Yes No

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

Name: Christopher M. Graham, Esq.

Internal Address: Levett Rockwood P.C.

Street Address: 33 Riverside Avenue

City: Westport State: CT Zip: 06880

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41) \$ 190

- 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.

KRISTINE M CUNNANE

Kristine M Cunane

6/28/01

Name of Person Signing

Signature

Date

5

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

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

07/09/2001 LMUELLER 00000276 429703

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40.00 150.00

**ATTACHMENT TO RECORDATION FORM COVER SHEET
CONTINUATION TO ITEM 4B**

Registered Trademarks

| Trademark | Registration No. |
|------------------|-------------------------|
| BESTEX | 429,703 |
| BETTER YET | 1,139,639 |
| REGENCY | 1,936,290 |
| RIB RUB | 1,974,098 |
| SOFTER YET | 1,887,957 |
| SUSSEX | 1,512,750 |
| V.I.P. | 1,512,752 |

ASSIGNMENT OF TRADEMARKS

WHEREAS, BEST MANUFACTURING, INC. (hereinafter called "Assignor"), is the owner of the trademarks and trademark registrations identified in the attached Exhibit A (hereinafter, called the "Trademarks"); and

WHEREAS, Assignor has entered into an Asset Purchase Agreement effective as of June 15, 2001 between the Assignor, a New York corporation, and BEST TEXTILES LLC, a Delaware limited liability company (hereinafter called "Assignee"), whereby Assignor and Assignee have agreed to transfer to Assignee the assets used in the operation of Assignor's business of manufacturing and distributing bath and table linens and health care textiles, which assets include the Trademarks.

NOW THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged:

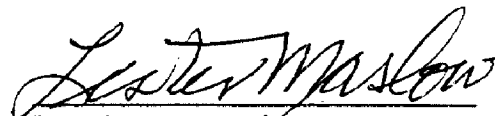
1. Assignor does hereby SELL, ASSIGN, TRANSFER AND SET OVER unto Assignee TO HAVE AND TO HOLD FOREVER, all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized thereby, and the right to sue and collect damages for past infringement thereof, and the registrations of the Trademarks.

2. Assignor hereby agrees to execute, or cause to be executed, any and all further instruments, documents, agreements and affidavits which may be necessary or desirable to vest, perfect, maintain or defend the interest of Assignee, its successors and assigns, in and to the Trademarks, and to cooperate fully with Assignee, at Assignee's expense, in the prosecution of any claims for past infringement of the Trademarks.

3. This Assignment and the covenants and agreements herein contained shall inure to the benefit of Assignee and its successors and assigns and shall be binding upon Assignor and its successors and assigns.

IN WITNESS WHEREOF, Assignor has executed and delivered this Assignment as of the 15 day of June, 2001.

BEST MANUFACTURING, INC.

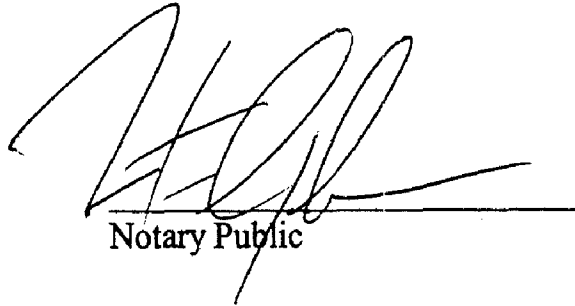


By: LESTER MASLOW

Its: CHAIRMAN

STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

The foregoing instrument was acknowledged before me this 15 day of June, 2001 by
LESTER MASLOW, the CHAIRMAN of Best Manufacturing, Inc., on behalf
of the corporation.



Notary Public

MONTE ENGLER
Notary Public, State of New York
No. 31-4957426
Qualified in New York County
Commission Expires Dec. 23, 2001

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TRADEMARK
REEL: 002325 FRAME: 0389

EXHIBIT A

Registered Trademarks

| Trademark | Registration No. | Class No. | Goods |
|---------------------------------|-------------------------|------------------|--|
| BESTEX (stylized) | 429,703 | 39 | Washable service apparel, namely, smocks, gowns, aprons, coats, blouses, jumpers, coveralls, unionalls, overalls, dresses, pants, slacks, and shirts, for waitresses, waiters, chefs, hotel attendants, kitchen workers, hospital attendants, nurses, doctors dentists, beauticians, barbers, butchers, office workers and factory workers, in Class 39. |
| BETTER YET | 1,139,639 | 24 | Table clothes and napkins, in Class 24. |
| CUSTOM CLOTH | 1,110,575 | 25 | Garments, consisting of butcher frocks, waiter and chef coats, and laboratory gowns and pants, in Class 25. |
| DOWNDRY | 1,512,749 | 24 | Towels, in Class 24. |
| REGENCY | 1,936,290 | 24 | Terry towels, sold only at wholesale to hotels and motels, in Class 24. |
| RIB RUB | 1,974,098 | 24 | Terry towels, in Class 24. |
| SOFTER YET <i>[renewed?]</i> | 1,887,957 | 24 | Cloth napkins and cloth tablecloths, in Class 24. |
| SUSSEX | 1,512,750 | 24 | Towels supplied to hotels and motels, in Class 24. |
| TRAY CHIC | 1,772,391 | 24 | Fabric placemats for trays for use by airlines, in Class 24. |
| V.I.P. | 1,512,752 | 24 | Towels and bed linens, in Class 24. |

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