

07-12-2001

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To the Honorable Commissioner of Patent

documents or copy thereof.

1. Name of conveying party(ies):
 Fine & Sons Manufacturing Co., Inc.
 Suite 401
 9300 Shelbyville Road
 Louisville, Kentucky 40222

Individual Association
 General Partnership Limited Partnership
 Corporation a New York corporation
 Other:

Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies):
 Name: Sapko International, Inc.
 1955 Norwood Court
 Racine, Wisconsin 53403

Individual
 Association
 General Partnership
 Limited Partnership
 Corporation a Wisconsin corporation
 Other:

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(s) attached: Yes No

JUN 29 2001

MMD 6/29/01

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other:

Effective Date: June 22, 2001

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75/759,975 75/738,307 75/849,123	B. Trademark Registration No.(s) 853,283 1,533,247
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Additional Numbers attached? Yes No

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

Name: Howard J. Shire, Esq.
 Address: KENYON & KENYON
 One Broadway
 New York, New York 10004

6. Total number of applications and registrations involved: 5

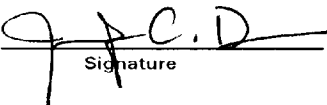
7. Total fee (37 C.F.R. 3.41)\$ 140.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 11-0600

07/11/2001 BBYRME 00000150 110600 75759975
 01 FC:481 40.00 CH
 02 FC:482 100.00 CH

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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.

_____ Jennifer C. Dross Name of Person Signing	 Signature	June 27, 2001 Date
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Total number of pages comprising cover sheet: 8

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TRADEMARK ASSIGNMENT

WHEREAS, M. Fine & Sons Mfg. Co., Inc., a corporation organized under the laws of the State of New York, having a place of business at Suite 401, 9300 Shelbyville Road, Louisville, Kentucky 40222, has adopted and is using the trademarks "5 BROTHER", "FIVEBROTHER", and has filed intent-to-use applications in the United States to register the trademarks "5BRO" and "FIVEBRO" and "SUPERFINE"; and

WHEREAS, Sapko International, Inc., a corporation organized under the laws of the State of Wisconsin, having a place of business at 1955 Norwood Court, Racine, WI 53403, is desirous of acquiring said trademarks;

WHEREAS, Sapko International, Inc. is a successor to the portion of the business of M. Fine & Sons Mfg. Co., Inc. to which these trademarks pertain;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, M. Fine & Sons Mfg. Co., Inc. does hereby assign unto Sapko International, Inc. all right, title and interest in and to said trademarks and to United States Trademark Registration Nos. 853,283 and 1,533,247 and United States Trademark Application Nos. 75/759,975 and 75/738,307 and 75/849,123, together with the goodwill of the business symbolized by the marks and the right to sue for past infringement of the trademarks, and warrants and represents that to the best of its knowledge the trademarks being assigned are free and clear of all liens and encumbrances.

M. Fine & Sons Mfg. Co., Inc.

Date: 6/22/01

By [Signature]
Name: STEVEN R FINE
Title: Executive Vice President