

10-17-2001

Form PTO-1594
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks

Assignments and copy thereof.

101875176

1. Name of conveying party(ies): **10-9-01**

GTC PROPERTIES, INC.
1105 NORTH MARKET STREET, SUITE 1300
WILMINGTON, DELAWARE 19801

Individual(s) _____ Association _____
 General Partnership _____ Limited Partnership _____
 Corporation-State **DELAWARE**
 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: **JULY 31, 2001**

Name and address of receiving party(ies):

Name: **PARK LANE ASSOCIATES, INC**

Internal Address: _____

Street Address: **100 NIANTIC AVENUE**

City: **PROVIDENCE** State: **RI** Zip: **02907**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **RHODE ISLAND**
 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(es) attached? : Yes No

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,097,421 HELSMAN September 16, 1997

Additional numbers attached? Yes No

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

Name: **DEBORAH L. BENSON**

Internal Address: **HINCKLEY, ALLEN & SNYDER LLP**

Street Address: **28 STATE STREET**

City: **BOSTON** State: **MA** Zip: **02109**

6. Total number of applications and registrations involved: [**9**]

Total fee (37 CFR 3.41) \$ **240.00**

7. **Enclosed**

Authorized to be charged to deposit account

Deposit account number: **500485**

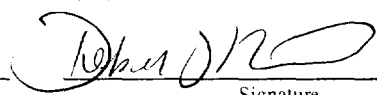
8. (Attach duplicate copy of this page if paying by deposit account)

10/16/2001 **DBYRNE 00000160 2097421**

01 FC:481 40.00 DP
 02 FC:482 200.00 DP

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.

DEBORAH L. BENSON  **October 3, 2001**

Name of Person Signing Signature Date

Total number of pages comprising cover sheet [**2**]

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK
REEL: 002383 FRAME: 0561

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
HOMESTEAD	696,759	April 26, 1960
MANAGER	700,945	July 12, 1960
PLYMOUTH HOLLOW	2,414,474	December 19, 2000
ROYAL SETH	1,195,156	May 11, 1982
SETH THOMAS	219,268	October 12, 1926
S.T. and Design	68,894	May 5, 1908
STANTON	766,906	March 17, 1964
TRADITION	630,412	July 10, 1956

TRADEMARK ASSIGNMENT

WHEREAS, GTC PROPERTIES, INC., a Delaware, U.S.A., corporation having its principal place of business at 1105 North Market Street, Suite 1300, Wilmington, Delaware, U.S.A. 19801 (hereinafter, "ASSIGNOR"), is the owner of all rights in the United States trademarks referenced on Schedule I, attached hereto, (hereinafter, the "Trademarks") and adopted and used by the ASSIGNOR in its business; and

WHEREAS, PARK LANE ASSOCIATES, INC., a Rhode Island, U.S.A., corporation, having its principal place of business at 100 Niantic Avenue, Providence, Rhode Island, U.S.A. 02907 (hereinafter "ASSIGNEE"), is desirous of obtaining the entire right, title and interest in, to and under the aforesaid Trademarks;

1. NOW, THEREFORE, for good and valuable consideration received by ASSIGNOR, ASSIGNOR hereby sells, assigns, transfers, and sets over unto the said ASSIGNEE the entire right, title, and interest in and to the Trademarks, together with the goodwill of ASSIGNOR'S business connected with the use thereof and symbolized by the Trademarks, for its own use and benefit and for the use and benefit of its successors, legal representatives, and assigns.

2. ASSIGNOR agrees that it will cause to be prepared, signed and filed all lawful papers and make all rightful oaths required to perfect and record title to the Trademarks in the United States Patent and Trademark Office. ASSIGNEE shall reimburse ASSIGNOR for the recording expenses and legal fees incurred by ASSIGNOR in such recording. ASSIGNEE shall otherwise bear all responsibility for all costs incurred with respect to the maintenance of the Trademarks after the date of this Assignment.


3. ASSIGNEE shall retain the exclusive right to bring and maintain actions for, and to settle, release and compromise claims for infringement of, the Trademarks occurring prior to the date hereof and to retain the proceeds thereof.

4. Except as otherwise expressly provided herein, no obligation is hereby assumed by either ASSIGNOR or ASSIGNEE to maintain, prosecute, enforce, litigate concerning, assert or defend the Trademarks or to file any document with respect thereto.

IN WITNESS WHEREOF, the undersigned have caused these presents to be signed by their respective officers thereunto duly authorized as of the 31st day of July 2001, 2001.

"ASSIGNOR"


GTC PROPERTIES, INC.
a Delaware corporation

By: 

Michael W. Zima,
Assistant Secretary

"ASSIGNEE"

PARK LANE ASSOCIATES, INC.
a Rhode Island corporation

By: 

Name: JAMES C. NOONAN
Title: CFO

STATE OF GEORGIA)
)
COUNTY OF *Fulton*) SS.

On this the 1st day of August, 2001, before me, the undersigned Notary Public, personally appeared the Authorized Officer of GTC PROPERTIES, INC., a Delaware corporation, and acknowledged to me that he, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such officer.

IN WITNESS WHEREOF, I have hereunder set my hand and official seal.

Melinda M. Polansky

My Commission Expires:

NOTARY PUBLIC, FULTON COUNTY, GEORGIA
MY COMMISSION EXPIRES SEPTEMBER 16, 2002

**SCHEDULE I
GTC PROPERTIES, INC.
U.S. REGISTERED TRADEMARKS**

Mark	Date of Registration	Registration Number
HELMSMAN	9/16/1997	2,097,421
HOMESTEAD	4/26/1960	696,759
MANAGER	7/12/1960	700,945
PLYMOUTH HOLLOW	12/19/2000	2,414,474
ROYAL SETH	5/11/1982	1,195,156
SETH THOMAS	10/12/1926	219,268
S. T. and Design	5/5/1908	68,894
STANTON	3/17/1964	766,906
TRADITION	7/10/1956	630,412