

10-19-2001



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To the Honorable Commissioner of Patents and Trademarks

Send in original documents or copy thereof.

1. Name of conveying party(ies):
Century Business Credit Corporation
119 West 40th Street
New York, New York 10018

- Individual(s)
 - General Partnership
 - Corporation-State: NY
 - Other _____
- Additional name(s) of conveying party(ies) attached? Yes No



2. Name and address of receiving party(ies):

Name: Wells Fargo Credit, Inc.

Internal Address: _____

Street Address: 119 West 40th Street

City: New York State: NY ZIP: 10018

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State: MN
- 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

3. Nature of conveyances:

- Assignment
- Security Agreement
- Other Assignment of Security
- Merger
- Change of Name

Execution Date: May 7, 2000

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

A. Trademark Application.(s)

SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)

SEE ATTACHED SCHEDULE A

HW 7/16/01

Additional numbers attached? Yes No

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

Name: _____

Internal Address: Reedfax
Crystal Plaza One
Suite 1207
2001 Jefferson Davis Hwy.
Arlington, Virginia 22202

Street Address: _____

City _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41): _____ \$ _____

- 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

Constance Mollick, Esq.

Name of Person Signing

Signature

July 12, 2001

Date

Total number of pages including coversheet, attachments and document: _____

5

Schedule A

Schedule A to an Assignment of Security dated as of May 7, 2000, by and between CENTURY BUSINESS CREDIT CORPORATION and WELLS FARGO CREDIT, INC.

Trademark	Application or Registration Number	Date
Olivaxine	1,383,901	02/25/1986

ASSIGNMENT OF SECURITY

WHEREAS, Muench-Kreuzer Candle Company ("Borrower") is obligated to Century Business Credit Corporation ("Lender") pursuant to (i) a certain Loan and Security Agreement dated as of December 23, 1992, (as amended, modified, restated or supplemented from time to time, the "Loan Agreement") by and between Borrower and Lender; and (ii) a certain Trademark Collateral Security Agreement dated as of December 23, 1992 made by Borrower in favor of Lender (as amended, modified, supplemented or restated from time to time, collectively, the "Agreements");

WHEREAS, pursuant to the Agreements, Borrower and Lender entered into a certain Trademark Assignment of Security dated as of December 23, 1992 (the "Assignment of Security") pursuant to which Borrower assigned unto Lender and granted to Lender a security interest in the trademarks and trademark applications shown on the attached Schedule A (the "Trademarks") for which there are recordings or applications in the United States Patent and Trademark Office (the "P&T Office") under the numbers shown on the attached Schedule A, all proceeds thereof, all rights corresponding thereto, the recordings and applications therefor and the goodwill of the business to which each of the Trademarks relate;

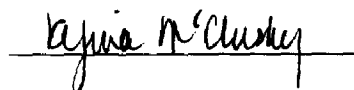
WHEREAS, the Assignment of Security was filed with the P&T Office at Reel 0965, Frame 0371;

WHEREAS, Lender and Wells Fargo Credit, Inc. ("WFCI") have entered into an Agreement pursuant to which Lender assigned to WFCI all of its right, title and interest in, inter alia, the Agreements and the Assignment of Security;


NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Lender does hereby assign unto WFCI all of its right, title and interest in the Assignment of Security.

Dated as of: May 7, 2000

WITNESS:

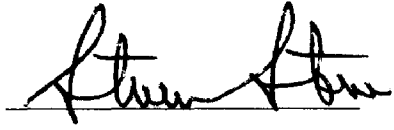


CENTURY BUSINESS CREDIT CORPORATION

By: 
Title: EXEC. VICE PRES.

Address: 119 West 40th Street
New York, New York 10018

WITNESS:



WELLS FARGO CREDIT, INC.

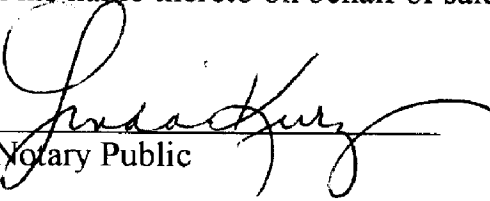
By: Kym McCluskey
Title: Assistant V.P.

Address: 119 West 40th Street
New York, New York 10018
Attention: Account Manager –
Muench-Kreuzer Candle Company

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 29 day of June, 2001, before me personally came Stuart Stone, to me known, who, being by me duly sworn, did depose and say that he is the Exec. V.P. of Century Business Credit Corporation, the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

Linda Kurz
Notary Public, State of New York
No 01KU5033942
Qualified in Bronx County
Commission Expires: 9/26/02

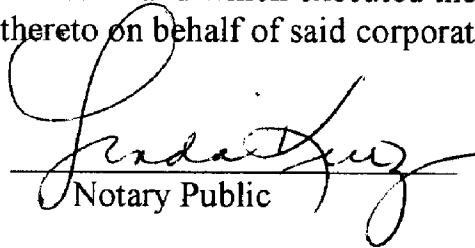


Notary Public

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 29 day of June, 2001, before me personally came Ryina M'Cheskey, to me known, who, being by me duly sworn, did depose and say that he is the Assistant V.P. of Wells Fargo Credit, Inc., the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

Linda Kurz
Notary Public, State of New York
No 01KU5033942
Qualified in Bronx County
Commission Expires: 9/26/02



Notary Public



RECEIPT

Conveying Party: Century Business Credit Corporation

Receiving Party: Wells Fargo Credit, Inc.

Type of document: Assignment of Security Agreement

Date filed: July 23, 2001

Filing fee: \$40

Number of trademarks involved: 1

