

11-26-2001

NET

Docket No.:



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101900723

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To the Honorable Commissioner of Patents and Trademarks, Department of Commerce, Washington, DC 20514. Enclosed are attached original documents or copy thereof.

1. Name of conveying party(ies):

Chinin USA, Inc.

11-26-01

- Individual(s)
- General Partnership
- Corporation-State Illinois
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: February 22, 2001

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

Name: Knights Apparel LLC

Internal Address:

Street Address: 1010 Jorie Boulevard

City: Oak Brook State: IL ZIP: 60521

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Nevada Limited Liability Corporation

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

75/819848

B. Trademark Registration No.(s)

2,019,394

Additional numbers Yes No

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

Name: Mark I. Feldman, Esq.

Internal Address: Piper Marbury Rudnick & Wolfe

Street Address: P.O. Box 64807

City: Chicago State: IL ZIP: 60664

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 665.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-2284

DO NOT USE THIS SPACE

11/27/2001 DBYRNE 00000085 75819848

01 FC:481 40.00 OP
02 FC:482 25.00 OP

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.

Mark I. Feldman

Name of Person Signing

Mark I. Feldman

Signature

11-21-01

Date

Total number of pages including cover sheet, attachments, and

3

TRADEMARK

TRADEMARK ASSIGNMENT AGREEMENT

WHEREAS, Chinin USA, Inc., an Illinois corporation located at 1010 Jorie Boulevard, Oak Brook, IL 60521 (hereinafter referred to as "Chinin") is currently listed in the U.S. Patent and Trademark Office as the registrant of the trademark PRO EDGE, Reg. No. 2,019,394 (the "Trademark");

WHEREAS, on February 22, 2001, Chinin entered into that certain Asset Purchase Agreement with Knights Apparel LLC, a Nevada limited liability corporation, located at 1010 Jorie Boulevard, Oak Brook, Illinois 60521 ("Knights Apparel"), pursuant to which Chinin assigned all of its right, title, and interest in and to the Trademark to Knights Apparel;

WHEREAS, Chinin and Knights Apparel wish to memorialize the assignment of the Trademark which took place on February 22, 2001, and to make Knights Apparel the owner of record of the Trademark in the U.S. Patent and Trademark Office.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties acknowledge that as of February 22, 2001, Chinin did assign, transfer and sell unto Knights Apparel its entire right, title and interest in and to the above-identified Trademark, together with the goodwill symbolized by said Trademark, and all rights of action against third parties for past infringement thereof, the same to be held and enjoyed by Knights Apparel as fully and entirely as the same would have been held by Chinin had that transfer, assignment and sale not been made.

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10/09/01 TUE 10:39 FAX 630 684 0159

KNIGHTS APPAREL

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IN WITNESS WHEREOF, Chinin and Knights Apparel, intending to be legally bound, have caused this document to be executed by their duly authorized officers as of the 8th day of October, 2001.

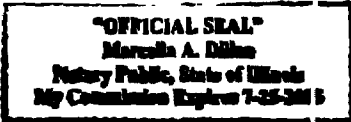
CHININ USA, INC., an Illinois corporation

By: [Signature]
Title: President
Date: _____

State of Illinois)
County of DuPage) SS

On this 8th day of October, 2001, before me, a Notary Public in and for the County and State aforesaid, appeared Joe Bzich to me personally known to be the same person who subscribed to the foregoing instrument, and acknowledged that execution of said document was a free and voluntary act for the uses and purposes therein expressed. WITNESS my hand and seal the day and year last above given.

Notary Public: [Signature]
My Commission Expires: 7-25-2005



KNIGHTS APPAREL LLC, a Nevada limited liability corporation

By: [Signature]
Title: Manager
Date: 11-16-01

State of Utah)
County of Utah) SS

On this 11th day of NOV, 2001, before me, a Notary Public in and for the County and State aforesaid, appeared _____ to me personally known to be the same person who subscribed to the foregoing instrument, and acknowledged that execution of said document was a free and voluntary act for the uses and purposes therein expressed. WITNESS my hand and seal the day and year last above given.

Notary Public: Kara K. McCoy
My Commission Expires: 12-29-2002

