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

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

1. Name of conveying party(ies): Foster & Gallagher, Inc. 11-1-01
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Illinois
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Scarlet Tanager Holdings II LLC
Internal
Address: c/o Niles Kinerk
Street Address: 7602 Hyland Lane
City: Guilford State: Indiana Zip: 47022
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other Limited Liability Company-Delaware
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 conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: October 26, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 2088984
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Candace Lynn Bell, Esq.
Internal Address: Kavinoky & Cook, LLP
Street Address: 120 Delaware Avenue
City: Buffalo State: New York Zip: 14202

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41).....\$ 40.00
Enclosed
Authorized to be charged to deposit account for underpayment
8. Deposit account number:
50-1024
(Attach duplicate copy of this page if paying by deposit account)

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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.
Candace Lynn Bell, Esq.
Name of Person Signing Signature Date November 1, 2001
Total number of pages including cover sheet, attachments, and document: 5

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

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TRADEMARK REEL: 002402 FRAME: 0370

FOSTER & GALLAGHER, INC.

(LOT B)

ASSIGNMENT OF TRADEMARKS/SERVICE MARKS

Whereas Foster & Gallagher, Inc., an Illinois Corporation with offices at 1950 Waldorf N.W., Grand Rapids, Michigan 49950, Attention: Lawrence M. Adelman, has adopted and used the trademarks and/or service marks described as the "Marks" on Schedule A attached hereto; some of which Marks may be the subject of pending applications with the United States Patent and Trademark Office, some of which Marks may be the subject of registrations with the United States Patent and Trademark Office, some of which Marks may be the subject of pending applications with foreign trademark offices and some of which Marks may be the subject of registrations with foreign trademark offices, as more specifically described on Schedule A, and

Whereas Scarlet Tanager Holdings II LLC, a Delaware Limited Liability Company with a mailing address of 7602 Hyland Lane, Guilford, Indiana 47022, c/o Mr. Niles Kinerk, is desirous of acquiring said Marks and the goodwill associated therewith.

Now, therefore, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Foster & Gallagher, Inc. does hereby fully assign, transfer, and release unto Scarlet Tanager Holdings II LLC all of its right, title, and interest in and to the said Marks, including, but not limited to, all of its right, title, and interest in and to any pending applications and registrations for such Marks, together with the goodwill of the business symbolized by the Marks.

Foster & Gallagher, Inc. further assigns, transfers, and releases to Scarlet Tanager Holdings II LLC any and all claims for damages by reason of past, present, or future continuing infringement of said Marks, and the right to sue for and collect the same for its own use and benefit and that of its successors, assigns, or other legal representatives.

As of,
Date: October 26, 2001

Foster & Gallagher, Inc.

By: 
Lawrence M. Adelman, President

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TRADEMARK
REEL: 002402 FRAME: 0371

SCHEDULE A
(LOT B)

OWNER: Foster & Gallagher, Inc.
Illinois Corporation

MARK	STATUS	REG NUMBER	REG DATE	SERIAL NUMBER	FILE DATE	COUNTRY
BRECK'S	REG	2088984	08/19/1997	75/105603	05/17/1996	USA
BRECK'S	REG	TMA521154	01/07/2000	0874139	04/02/1998	CANADA
BRECK'S				2001014974	01/31/2001	CHINA P.R.
BRECK'S				2001011618	01/19/2001	CHINA P.R.
BRECK'S	REG	4212378	11/20/1998	70677/95	07/12/1995	JAPAN
BRECK'S	REG	4252597	03/19/1999	143309/97	07/29/1997	JAPAN

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TRADEMARK
REEL: 002402 FRAME: 0373