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January 3, 2002

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VIA FACSIMILE

RECORDATION FORM COVER SHEET - TRADEMARKS

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

Re: Recordal of Assignment
From: The Procter & Gamble Company
To: New Windsor Brands LLC

Sir:

Please record the attached original document(s) or copy(ies):

1. Submission Type: New
2. Conveyance Type: *Nunc Pro Tunc* Assignment
Effective Date: December 20, 2001
3. Conveying party:
The Procter & Gamble Company
an Ohio Corporation
1 P&G Plaza
Cincinnati, Ohio 45202



4. Receiving party:
New Windsor Brands LLC
a Delaware Limited Liability company
P.O. Box 890
West Windsor, New Jersey 08550
5. Correspondent Name and Address:
Deirdre Davis, Esq.
Davis Wright Tremaine L.L.P.
1740 Broadway
25th Floor
New York, NY 10019
Tel.: 212 489-8230
6. Pages: 2
7. Trademark Registration number: 776,326
8. Number of Properties (total): 1
9. Fee Amount: \$40

Please charge our deposit account No. 040258 the sum of \$40 and any deficiency therein to cover the fee for Recordal of Assignment of one trademark.

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. Charges to deposit account are authorized, as indicated herein.

Sincerely,

A handwritten signature in black ink, appearing to read 'Deirdre Davis'.

Deirdre Davis

#80174

TRADEMARK ASSIGNMENT

WHEREAS, The Procter & Gamble Company, an Ohio corporation with its principal place of business at 1 P&G Plaza, Cincinnati, Ohio, 45202 ("Assignor"), is the owner of all the right, title and interest in and to the registered U.S. trademark TOP JOB as forth on Schedule A attached hereto and the foreign registrations and applications as set forth on Schedule B attached hereto, and all the goodwill associated therewith (collectively the "TOP JOB Trademark"); and

WHEREAS, New Windsor Brands, LLC, a Delaware limited liability company with its principal place of business at Box 890, Princeton Junction, New Jersey, 01550-1319 ("Assignee"), is desirous of acquiring all of Assignor's right, title and interest in and to the TOP JOB Trademark;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee, its successors and assignees, *nunc pro tunc* as of December 20, 2001, all its right, title and interest in and to the TOP JOB Trademark, together with the goodwill of the business symbolized by and associated therewith, and to its rights to take any and all actions in connection with such Trademark, in Assignee's own name and at Assignee's expense.

THE PROCTER & GAMBLE COMPANY (Assignor)

By: David M. Moyer
David M. Moyer
Assistant Secretary

Dated: January 2, 2002

State of Ohio)
County of Hamilton)

On this 2nd day of January 2002, before me, personally appeared David M. Moyer, personally known to me and know to me to be an Assistant Secretary of The Procter & Gamble Company, the assignor named above and acknowledged to me the execution of the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.

Witness my hand and official seal.

Dianna S. Icenhower
Notary Public



DIANNA S. ICENHOWER
Notary Public, State of Ohio
My Commission Expires Mar. 3, 2003

Assignor: The Procter & Gamble Company
Assignee: New Windsor Brands, LLC

Schedule A
U.S. Registration

Mark	Class	Reg. Number	Reg. Date
TOP JOB	03	776,326	September 1, 1964