

03-29-2002

Davis Wright Tremaine LLP

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OF COUNSEL
JOHN C. LANZENAU

3.22.02

January 3, 2002

DEIRDRE DAVIS
JODI HANSELL*
MATTHEW A. LEISH
SAMUEL M. LEAF
PETER KARANJA

* ADMITTED IN WASHINGTON STATE ONLY.

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

03/28/2002 6TON11 00000073 040258 776326
01 FC:481 40.00 CH

OFFICE OF PUBLIC RECORDS
2002 MAR 22 PM 1:51
FINANCE SECTION

TRADEMARK
REEL: 002471 FRAME: 0744



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,

Deirdre Davis

#80174

01 09-2002
101937717
RDEMBIA@AOL.COM
FACSIMILE
(212) 226-7859

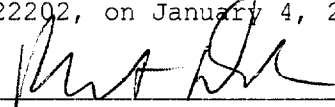
LAW OFFICE OF
ROBERT DEMBIA, PC
350 BROADWAY - SUITE 1210
NEW YORK, NY 10013
(212) 226-5905

01/07/02

NEW JERSEY OFFICE
1700 GALLOPING HILL ROAD
KENILWORTH, NJ 07033
(908) 298-0954

January 4, 2002

CERTIFICATE OF MAILING
I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first-class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Assignment Division, 1213 Jefferson Davis Highway, Suite 300, Arlington, VA 22202, on January 4, 2002.

Signature: 
ROBERT DEMBIA

RECEIVED
ASSIGNMENT DIVISION
JAN 7 11 05 AM '02

Commissioner of Patents and Trademarks
Assignment Division
1213 Jefferson Davis Highway
Suite 300
Arlington, VA 22202

Re: Recordal of Assignment
From: New Windsor Brands, LLC
To: Heritage Brands, LLC

Dear Sirs:

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

- 1. Submission Type: New
- 2. Conveyance Type: Assignment
Effective date: 1/2/02
- 3. Conveying Party: New Windsor Brands, LLC
P.O. Box 890
West Windsor, NJ 08550

01/08/2002 JJALLAH2 00000011 776326
01 FC:481 40.00 DP

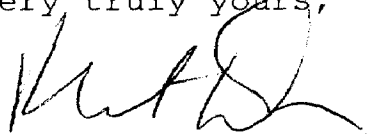
TRADEMARK
REEL: 002471 FRAME: 0746

Page 2

4. Receiving Party: Heritage Brands, LLC
1 Garfield Avenue
Jersey City, NJ 07305
5. Correspondent Name and Address: Robert Dembia, Esq.
Robert Dembia, P.C.
350 Broadway, Suite 1210
New York, NY 10013
(212) 226-5905
6. Pages: 2
7. Trademark Reg. No.: 776,326
8. Number of Properties: 1
9. Fee amount: \$40.00

To the best of my knowledge and belief, the foregoing is true and correct, and the enclosed document is a true copy of the original except that a schedule of foreign registrations and applications that is part of the original is not part of the copy.

Very truly yours,



ROBERT DEMBIA

rd
Enc.
cc: Heritage Brands, LLC

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

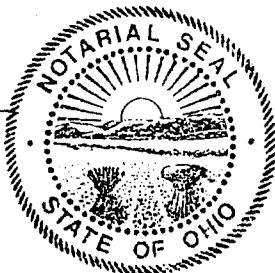
Dated: January 2, 2002

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

TRADEMARK ASSIGNMENT

WHEREAS, New Windsor Brands, LLC, a Delaware limited liability company, with its principal place of business at 22 Perrine Path, P.O. Box 890, West Windsor, New Jersey 08550 (“Assignor”), is the owner of all the right, title, and interest in and to the trademark for Top Job set forth on Schedule 1 attached hereto and all associated good will (the “Trademark”);
and

WHEREAS, Heritage Brands, LLC, a New Jersey limited liability company, with its principal place of business at 1 Garfield Avenue, Jersey City, NJ 07305 (“Assignee”) is desirous of acquiring all right, title and interest in and to the 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 all its right, title and interest in and to the Trademark together with the goodwill of the business symbolized by and associated with the Trademark.

NEW WINDSOR BRANDS LLC

Kim Hardingham
By: Kim Hardingham
Title:

Date: January 4, 2002

State of New Jersey)
County of Mercer) ss.

On this 2 day of January, 2002, before me, personally appeared Kim Hardingham
Kim Hardingham, personally known to me and known to me to be a President
Kim Hardingham of New Windsor Brands LLC, 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.
Rosette Mansour

Notary Public of New Jersey
Commission Expires Jan 22 2006
Rosette Mansour

Notary Public

#79964