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To the Honorable Commissioner of Patents and Trademarks
~~OFFICE~~

102050288

Send original documents or copy thereof.

1. Name of conveying party(ies):

Robert O. Diercks
2002 MAR 21 PM 7: 21
FINANCE SECTION

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

3-21-02

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

Execution Date: *January 30, 2002*

2. Name and address of receiving party(ies)

Name: *Walden Hays, Inc*
 Internal Address: *P.O. Box 1071*
 Street Address: *Cooper Station*
 City: *New York* State: *NY* ZIP: *10076-1071*

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State *New York*
- 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,238,434

Additional numbers attached? Yes No

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

Name: *Louena DeLeon*

Internal Address: *Un. Iover HPC*

Street Address: *33 Benedict Place*

City: *Greenwich* State: *CT* ZIP: *06830*

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ *40*

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

21-0043

(Attach duplicate copy of this page if paying by deposit account)

4/11/2002 6TON11 00000035, 210043 2238434

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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.

Roland Rodriguez
Name of Person Signing

Roland Rodriguez
Signature

3/21/02
Date

Total number of pages including cover sheet, attachments, and document: 2

ASSIGNMENT

WHEREAS, Robert O. Diercks, an individual residing at 10119 Portland Avenue South, Bloomington, Minnesota 55420 ("Assignor"), is the owner of the following trademark now registered in International Classes 3 and 5:

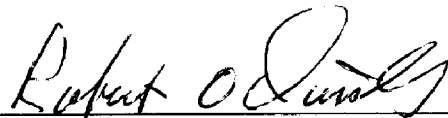
<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>DATE OF REGISTRATION</u>
TOTAL CARE	2,238,434	April 13, 1999

WHEREAS, Walden-Hays, Inc., a New York corporation, located and doing business at P.O. Box 1071, Cooper Station, New York, New York 10276-1071 ("Assignee"), is desirous of acquiring said registered trademark and all associated goodwill in said trademark; and

WHEREAS, to the best of Assignor's knowledge no proceedings to cancel the registration are pending and no other party makes a claim of ownership to this trademark, or the registration therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, effective as of January 30, 2002, Assignor hereby assigns to Assignee all right, title and interest in and to said trademark and the above-named registration therefor, together with the goodwill of the business symbolized by said trademark.

ROBERT O. DIERCKS



[Signature]

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