

04-17-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RE



102058140

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): 4-3-02 OLD WILLIAMSBURGH CANDLE CORP.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: March 19, 2002

2. Name and address of receiving party(ies) Name: NEW WILLIAMSBURGH CANDLE CORP.

Internal Address:

Street Address: 143 Alabama Avenue

City: Brooklyn State: NY Zip: 11207

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware 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 registration number(s): A. Trademark Application No.(s) See Schedule A attached hereto.

B. Trademark Registration No.(s) See Schedule A attached hereto.

Additional number(s) attached Yes No

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

Name: Sheldon Rudoff, Esq. Internal Address: Goodkind, Labaton, Rudoff & Sucharow, LLP

Street Address: 100 Park Avenue 12th Floor

City: New York State: NY Zip: 10017

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41) \$ 315.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Sheldon Rudoff

Name of Person Signing

Signature

3/21/02

Date

04/17/2002 6TON11 00000041 2298087

Total number of pages including cover sheet, attachments, and document: 4

01 FC:481 02 FC:482

40.00 per documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231 275.00 OP

TRADEMARK REEL: 002485 FRAME: 0133

Schedule A

Trademark	Registration No. -or- Application No.
AROMA DREAMS	2298087
COUNTRY DREAM	2167783
GLOWING VISIONS	2208790
OLD WILLIAMSBURGH CANDLE CORP.	75816462
OLD WILLIAMSBURGH	78061711
AIR SCENTS	75520048
SCENTS OF HUMOR	75410385
OLD WILLIAMSBURGH HOUSE & GARDEN	78073363
HOLIDAY DREAMS	75816463
AROMA LITE	75481480
AMERICAN CRAFT	75355098
FIRENZE	75355026

ASSIGNMENT

Whereas, Old Williamsburgh Candle Corp., a New York corporation, having its principal address at 143 Alabama Avenue, Brooklyn, NY 11207 ("Assignor"), has adopted, used, is using, is the owner of, or as the case may be, has the bona fide intention to use and has applied to register in the United States Patent and Trademark Office, the trademarks listed below:

Serial No.	App. Date	Reg. No.	Reg Date	Status	Mark
75410385	12/23/1997			Application	SCENTS OF HUMOR
75481480	05/07/1998			Abandoned	AROMA LITE
75571518	08/21/1998	2298087	12/07/1999	Registered	AROMA DREAMS
75520048	07/16/1998			Suspended	AIR SCENTS
75816462	10/06/1999			Application	OLD WILLIAMSBURGH CANDLE CORP in logo
75816463	10/06/1999			Publication	HOLIDAY DREAMS
75355097	09/11/1997	2167783	06/23/1998	Registered	COUNTRY DREAM
78061711	05/02/2001			Application	OLD WILLIAMSBURGH
75355098	09/17/1997			Abandoned	AMERICAN CRAFT
78073363	07/11/2001			Application	OLD WILLIAMSBURGH HOUSE & GARDEN
75366453	10/01/1997	2208790	12/08/1998	Registered	GLOWING VISIONS
75355026	09/11/1997			Abandoned	FIRENZE

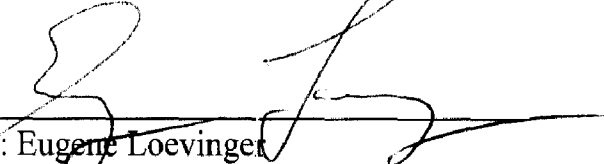
Whereas, New Williamsburgh Candle Corp., a Delaware corporation, having its principal address at 143 Alabama Avenue, Brooklyn, NY 11207 ("Assignee"), is desirous of acquiring said trademarks pursuant to the terms and conditions set forth in the Asset Purchase Agreement, dated August 16, 2001, by and between Assignor and Assignee, for the purchase and sale of the assets of Assignor's business, as a going concern,

Now, Therefore, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee, as the successor in interest to the business of Assignor, all right, title and interest, throughout the world in and to

said trademarks together with the goodwill of the business symbolized by said trademarks and all applications and registrations thereof.


Signed this 19th day of March, 2002.

Assignor: Old Williamsburgh Candle Corp.

By: 
Name: Eugene Loevinger
Title: Vice President

State of New York)
)ss:
County of New York)

On this 19th day of March 2002, personally appeared Eugene Loevinger, to me known and known to me to be the vice President of Assignor, the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.



Notary Public

SHELDON RUBINOFF
Notary Public, State of New York
No. 31-8699800
Qualified in New York County
Commission Expires June 30, 2002

GOODKIND LABATON RUDOFF & SUCHAROW LLP

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March 25, 2002

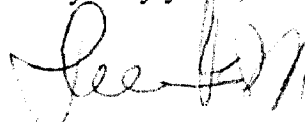
Honorable Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

Re: Old Williamsburgh Candle Corp. to New Williamsburgh Candle Corp.

Dear Sir:

Enclosed please find Recordation Form Cover Sheet with attachments and check in the amount of \$315.00 to cover recording fees for same.

Very truly yours,



Sheldon Rudoff

SR:sl
Enclosure

457013v1
03/25/02 12:36

RECORDED: 04/03/2002

**TRADEMARK
REEL: 002485 FRAME: 0137**