

05-01-2002



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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

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

<p>1. Name of conveying party(ies): PNC Bank National Association <i>4.19.02</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other <u>National Banking Corporation</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Milford Holding Co.</u> Internal Address: _____ Address: _____</p> <p>Street Address: <u>12 E. Coronado, 3400 S. Ocean Blvd.</u> City: <u>Highland Beach</u> State: <u>FL</u> Zip: <u>33487</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Florida</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>4/18/02</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____</p>	<p>B. Trademark Registration No.(s) <u>2,278,293</u>; <u>2,219,087</u>; <u>1,128,164</u>; <u>2,080,599</u>; <u>2,078,375</u>; <u>2,073,063</u>; <u>2,073,062</u>; <u>2,073,060</u>; <u>2,048,240</u>; <u>2,015,026</u>; <u>2,005,773</u>; <u>1,978,274</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Christopher M. Turk, Esquire</u> Internal Address: <u>BLANK ROME COMISKY & McCAULEY LLP</u> _____ _____ Street Address: <u>One Logan Square</u> _____ City: <u>Philadelphia</u> State: <u>PA</u> Zip: <u>19103</u></p>	<p>6. Total number of applications and registrations involved: 12</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>315.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>02-2555</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Christopher M. Turk, Esquire *Christopher M. Turk* April 19, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

04/30/2002 DBYRNE 00000031 2278293
01 FC:461 40.00 DP
02 FC:462 275.00 DP

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

TRADEMARK
REEL: 002496 FRAME: 0022

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, PNC Bank National Association, a national banking corporation, with a place of business at PNC Bank Center, 1600 Market Street, Philadelphia, PA 19103 (hereinafter "PNC Bank"), is the owner of the trademarks and the United States Trademark Registrations set forth on the attached Schedule A (hereinafter referred to as the "Trademarks");

WHEREAS, Milford Holding Co., a Florida corporation, having a place of business at 12 E Coronado, 3400 S. Ocean Boulevard, Highland Beach, FL 33487 (hereinafter "Milford"), is desirous of acquiring all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof set forth on the attached Schedule A; and

WHEREAS, it is desired that the assignment of the Trademarks listed on the attached Schedule A be made a matter of record in the United States Trademark Office,

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, PNC Bank hereby sells, assigns, transfers and conveys unto Milford all of its right, title and interest in and to the Trademarks set forth on the attached Schedule A, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of this Assignment, together with the goodwill of the business symbolized by the Trademarks, and including the registrations thereof as set forth on the attached Schedule A, and further, PNC Bank hereby covenants, agrees and undertakes to execute all applications, assignments, lawful oaths and any other papers which Milford may deem necessary or desirable for securing to

Milford or for maintaining for Milford the Trademarks hereby assigned, all without further compensation to PNC Bank.

PNC Bank, National Association

By:

Name:

Title:

Janeann Fehrle
Janeann Fehrle
Vice President

COMMONWEALTH OF PENNSYLVANIA :

COUNTY OF

Phila.

ss

BEFORE ME, the undersigned Notary Public, on this 18th day of April 2002

personally appeared *Janeann Fehrle* personally known to me (or proven to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument as

Vice President of PNC Bank, National Association, the corporation therein named, and

acknowledged to me that the instrument was signed on behalf of said corporation pursuant to appropriate authority for the purposes therein set forth and intending that this instrument be recorded.

[SEAL]

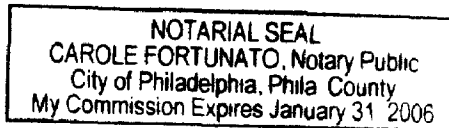
Carole Fortunato

Notary Public in and for
the State of

Pa

My Commission Expires

Printed or stamped name of notary



SCHEDULE A

<u>REGISTRATION NO./ (SERIAL NO.)</u>	<u>MARK</u>	<u>REGISTRATION DATE/ (FILING DATE)</u>
2,278,293	BENCO BLUCHIP BUYING CLUB and Design ¹	September 14, 1999
2,219,087	BENCO	January 19, 1999
2,128,164	THE INCISAL EDGE	January 13, 1998
2,080,599	1-800-GO-BENCO	July 22, 1997
2,078,375	BENCO	July 15, 1997
2,073,063	BENCO ECONO	June 24, 1997
2,073,062	BENCONO	June 24, 1997
2,073,060	B BENCO DENTAL CO. and Design ²	June 24, 1997
2,048,240	PAINLESS	March 25, 1997
2,015,026	SOOPER FAX	November 12, 1996
2,005,773	OPTIMUM	October 8, 1996
1,978,274	ZIPP	June 4, 1996



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