

05-09-2002

5-9-02



Attorney Docket No.: 4602-1

102082986

To the United States Patent and Trademark Office, Office of Public Records. Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>CHF INDUSTRIES, INC.</p> <p style="text-align: center;">5-9-02</p>	<p>2. Name and address of receiving party(ies):</p> <p>CI ACQUISITION, INC. ONE PARK AVENUE NEW YORK, NY 10016</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: DELAWARE <input type="checkbox"/> Other:</p> <p>If Assignee is not domiciled in the U.S.A., a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(Designations must be a separate document from Assignment.)</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: May 3, 2002</p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s): See Attachment 1</p> <p>B. Trademark Registration No.(s): See Attachment 1</p>
<p>5. Name and address of party to whom correspondence document should be mailed:</p> <p>PATRICIA SMINK ROGOWSKI CONNOLLY BOVE LODGE & HUTZ LLP P. O. Box 2207 1220 Market Street Wilmington, DE 19899 Telephone: (302) 658-9141 Facsimile: (302) 658-5614</p>	<p>6. Total number of applications and registrations involved: [41]</p> <p>7. Total fee (37 CFR 3.41) Cal. <u>1</u> x \$40.00 = \$ 40.00 <u>40</u> x \$25.00 = \$1000.00 \$1040.00</p> <p><input checked="" type="checkbox"/> Fee enclosed. <input type="checkbox"/> Authorized to be charged to Deposit Account.</p> <p>8. Deposit Account number: <u>03-2775</u> (for any additional fees required)</p>

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.

PATRICIA SMINK ROGOWSKI
Name of Person Signing
Reg. No. 33,791

Patricia S. Rogowski
Signature

May 7, 2002
Date

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

05/10/2002 6TOM11 00000006 2163915

01 FC:481
02 FC:482

40.00 DP
1000.00 DP

ATTACHMENT 1

TRADEMARK	REG. or APPLN. NO.	REG. or APPLN. DATE
ABERDEEN	2163915	June 9, 1998
BED FEET	78/095707	November 30, 2001
CAMEO	539954	March 27, 1951
CAMEO	923917	November 16, 1971
CAMEO	2077672	July 8, 1997
CHF	78/087068	October 5, 2001
CHF & YOU	78/087066	October 5, 2001
CHF & YOU	78/088395	October 15, 2001
DECOTUCK	1347999	July 9, 1985
E-Z SHIR	753392	July 23, 1963
FREE SPIRIT	76/118626	August 29, 2000
FREE SPIRIT	76/127163	September 13, 2000
FURNITURE FEET	78/095714	November 29, 2001
GREAT HOTELS BATH COLLECTION	76/218428	March 1, 2001
GREAT HOTELS COLLECTION	78/068066	June 8, 2001
IN GOOD FAITH	2269198	August 10, 1999
IT'S ALL IN THE BAG	76/219147	March 2, 2001
IT'S IN THE BAG	78/087069	October 5, 2001
JAKSON	606488	May 24, 1955
JAKSON	1213294	October 19, 1982
JAKSON	2128421	January 13, 1998
JAKSON FIRST IN BATH FASHIONS	2038640	February 18, 1997
JASMINE	2212899	December 22, 1998
MY OWN ROOM	2133025	January 27, 1998
MY ROOM	2471071	July 24, 2001
MY ROOM (and design)	2415564	December 26, 2000
MY ROOM MY WAY	76/152,862	October 24, 2000
MY ROOM, TOO	75/940947	March 10, 2000
MYROOM.TV	78/122784	April 19, 2002
ON MY OWN	78/104137	January 22, 2002
PRESTIGE	813506	August 23, 1966
PROVIDENCE	2099866	September 23, 1998
ROOM FOR ME	76/040725	May 3, 2000
ROOM 4 ME	76/040742	May 3, 2000
SHOWERINGS	618865	January 10, 1056
SHOWER STUFFITS	76/044206	May 8, 2000
SLUMBER PARTY	78/074553	July 18, 2001
STUFFITS	76/044205	May 8, 2000

THE 20 SECOND SHOWER CURTAIN	2488837	September 11, 2001
WINDECOR	1347986	July 9, 1985
WWW.MYROOM.COM	2464563	June 26, 2001
JUST PULL THE TAPE FOR A PERFECT DRAPE	Canada TMS 222765	August 16, 1963
SHIR-BACK	Canada UCA 028697	September 2, 1977

ASSIGNMENT OF TRADEMARKS

WHEREAS, CHF INDUSTRIES, INC., a Delaware corporation having an address of One Park Avenue, New York, NY 10016 (hereinafter "Assignor"), has used and is using and/or is intending to use in its business the following trademarks set forth in Schedule A attached hereto (hereinafter the "Marks");

WHEREAS, Assignor's rights are subject to a Trademark Security Agreement in favor of CIT GROUP/COMMERCIAL SERVICES (hereinafter "CIT Security Interest") entered by CHF INDUSTRIES, INC. on May 7, 1999 and recorded in the United States Patent and Trademark Office on June 8, 1999 at Reel 001912, Frame 0939;

WHEREAS, CI ACQUISITION, INC., a Delaware corporation having an address of One Park Avenue, New York, NY 10016 (hereinafter "Assignee"), is desirous of acquiring all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and the registrations thereof and applications therefor, along with that portion of the business to which the Marks pertains, and subject to the CIT Security Interest;

WHEREAS, it is desired that the assignment of said Marks, and registrations and applications therefor, be made of record in the United States Patent and Trademark Office, and any other appropriate Patent and Trademark Offices.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the registrations thereof and applications therefor, along with that portion of the business to which the Marks pertain, and all rights to damages and profits, due or accrued, arising out of past infringements of said Marks, and the right to sue for and recover the same; and

Assignee hereby accepts such assignment from Assignor subject to the CIT Security

Interest.

CHF INDUSTRIES, INC.

By: *MDC*

Title: *Marshall Copan, Vice President*

Dated: *May 3, 2002*

CI ACQUISITION, INC.

By: *[Signature]*

Title: *President*

Dated: *May 3, 2002*

STATE OF *New York* :
COUNTY OF *New York* : SS
:

Sworn to and subscribed
before me this *3rd* day
of *May*, 2002.

Dinah B. Slavitt
NOTARY PUBLIC

DINAH B. SLAVITT
Notary Public, State of New York
No. 31-4961161
Qualified in New York County
Commission Expires Jan. 22, *2007*

State of *New York* :
 :
County of *New York* : SS.

Sworn to and subscribed
before me this *3rd* day
of *May*, 2002

Dinah B. Slavitt
NOTARY PUBLIC

DINAH B. SLAVITT
Notary Public, State of New York
No. 31-4961161
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