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05-14-2002

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

FINANCE RECORDS TRAIL



DEPARTMENT OF COMMERCE Patent and Trademark Office

102089357

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

1. Name of conveying party(ies):

Lockwell Corporation

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

2. Name and address of receiving party(ies)

Name: Alltrade Inc.

Internal Address:

Street Address: 1431 Via Plata

City: Long Beach State: CA Zip: 90810

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California 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)

B. Trademark Registration No.(s)

1,383,075

Additional number(s) attached Yes No

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

Name: Robert R. Thornton

Internal Address:

Street Address: 3264 Meadowlark Lane

City: Carlsbad State: CA Zip: 92008

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- 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.

Robert R. Thornton

Name of Person Signing

Signature

May 2, 2002

Date

Total number of pages including cover sheet, attachments, and document: 5

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

05/13/2002 TDIAZ1 00000234 1383075

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40.00 DP

TRADEMARK REEL: 2504 FRAME: 0657

ASSIGNMENT OF TRADEMARKS

WHEREAS, Lockwell Corporation, a Massachusetts corporation, located at 180 Needham Street, Newton, MA 02161 ("Assignor") has used the trademarks listed in Schedule A hereto (the "Trademarks"), each of which is registered with, or is the subject of an application filed in, the United States Patent and Trademark Office as set forth on Schedule A; and

WHEREAS, Alltrade Inc., a California corporation, located at 1431 Via Plata, Long Beach, CA 90810 ("Assignee") desires to acquire any and all rights that Assignor may have in and to the Trademarks and the registration and applications therefor, together with the goodwill of the business in connection with which the Trademarks are used and which is symbolized by such Trademarks, along with the right to recover for damages and profits for past infringements thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged:

1. Assignment of Trademarks. Assignor does hereby assign unto Assignee all right, title and interest in and to the Trademarks and the registration and applications therefor in the United States and throughout the world together with the goodwill of the business in connection with which such Trademarks are used and which is symbolized by such Trademarks, along with the right to recover for damages and profits for past infringements thereof.

2. Further Assurances. Assignor shall execute and deliver at the request of the Assignee all papers, instruments and assignments, and perform any other reasonable acts the Assignee may require in order to vest all of Assignor's rights, title and interest in and to the Trademarks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

Dated as of August 1, 1997

LOCKWELL CORPORATION

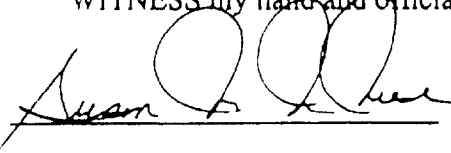
By: 

Paul R. Cahn, President

STATE OF CALIFORNIA)
) ss
COUNTY OF Los Angeles)

On ~~August~~ ^{September} 29, 1997, before me, the undersigned Notary Public, personally appeared PAUL R. CAHN, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity as President of LOCKWELL CORPORATION, the corporation described in and which executed the within instrument, and that by his signature on the instrument the entity upon behalf of which he acted executed the instrument.

WITNESS my hand and official seal.

Signature  (SEAL)



SCHEDULE A

Registered Trademarks

| Trademark | Federal Registration No. and Date |
|---------------------------------|-----------------------------------|
| ERGOSOFT-GRIP | 1,946,123; 2/2/96 |
| DESIGN | 1,987,734; 7/16/96 |
| TOOLSMITH | 1,828,117; 3/29/94 |
| TOOLSMITH | 1,778,703; 6/29/93 |
| TOOLSMITH AND DESIGN | 1,778,702; 6/29/93 |
| MISTRAL SCROLL MEDICINE CABINET | 1,650,780; 7/16/91 |
| OAKLEY SCROLL MEDICINE CABINET | 1,651, 233; 7/16/91 |
| TOOLSMITH | 1,383,075; 2/18/86 |
| TOOLSMITH UNFASTENER | 1,337,420; 5/21/85 |

Pending Applications

| Trademark | Serial Number; Filing Date |
|---------------|----------------------------|
| TWISTER | 74-679-084; 5/23/95 |
| DESIGN | 74-541,002; 6/22/94 |
| DESIGN | 74-540,926; 6/22/94 |
| ERGOSOFT-GRIP | 74-444,427; 10/6/93 |
| EUROTECH | 74-444,426; 10/6/93 |

SM01: 38524.2

RECORDED: 05/02/2002

TRADEMARK
REEL: 1686 FR. TRADEMARK
REEL: 2504 FRAME: 0660