

FORM PTO-1618A
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09-10-2002

Department of Commerce
Trademark Office
ADEMARK



9/10/02

RECORDAT
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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Conveyance Type

Assignment License
Security Agreement Nunc Pro Tunc Assignment
Merger Effective Date
Month Day Year
April 3 1996

Change of Name
Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name T.M.I. Associates, L.P.
Formerly _____

Execution Date
Month Day Year
Sept 5 2002

Individual General Partnership Limited Partnership Corporation Association
Other _____
Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of conveying parties attached

Name BDS Two, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2711 Centreville Road, Suite 202

Address (line 2) _____

Address (line 3) Wilmington DE 19808
City State/Country Zip Code

Individual General Partnership Limited Partnership
If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association
Other _____
Citizenship/State of Incorporation/Organization Delaware

09/10/2002 DBYRNE

00000141 050850 1199203

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 CH
150.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002578 FRAME: 0259

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address Area Code and Telephone Number 614/223-9317

Name James B. Farmer

Address (line 1) Benesch, Friedlander, Coplan & Aronoff, LLP

Address (line 2) 88 East Broad Street, 9th Floor

Address (line 3) Columbus, Ohio 43215

Address (line 4) _____

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 3

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

_____	_____	_____	See Attached Schedule A
_____	_____	_____	
_____	_____	_____	

Number of Properties Enter the total number of properties involved. # 7

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$190.00

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #05-0850

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

James B. Farmer
Name of Person Signing

James B. Farmer
Signature

9/9/02
Date Signed

SCHEDULE A

TRADEMARKS OWNED BY T.M.I. ASSOCIATES, L.P.
(UNITED STATES)

	<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
1.	ELMER'S (stylized)	1,199,203	June 29, 1982
2.	ELMER'S (stylized)	1,212,445	October 12, 1982
3.	ELMER'S (stylized)	1,229,794	March 8, 1983
4.	ELMER'S	1,170,132	September 22, 1981
5.	ELMER'S & Bull Head Design	766,213	March 10, 1964
6.	ELMER'S (stylized)	1,209,705	September 21, 1982
7.	ELMER'S & Bull Head Design	753,851	July 30, 1963

TRADEMARK ASSIGNMENT
NUNC PRO TUNC

WHEREAS, T.M.I. ASSOCIATES, L.P., a Delaware Limited Partnership, the full post office address of whose principal office or place of business is 2711 Centreville Road, Wilmington, Delaware 19808 (the "Assignor"), is the owner of all right, title and interest in and to the trademarks which have been applied for or registered in the United States Trademark Office under the numbers and on the dates indicated in the schedule attached hereto and incorporated herein by reference (the "Trademarks"); and

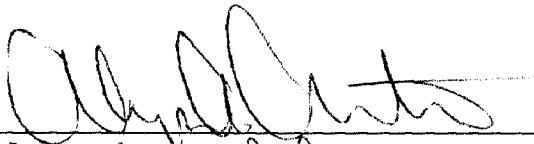
WHEREAS, BDS TWO, INC., a Delaware Corporation, the full post office address of whose principal office or place of business is 2711 Centreville Road, Wilmington, Delaware 19808 (the "Assignee"), is desirous of acquiring from Assignor the whole right, title and interest in and to the Trademarks, together with the goodwill associated with the Trademarks;

NOW, THEREFORE, for and in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, convey and transfer unto the said Assignee, nunc pro tunc as of April 3, 1996, all of its right, title and interest in and to the Trademarks and the associated goodwill of its business symbolized thereby and all applications and registrations of same, as well as all rights to injunctive relief, damages or profits, due or accrued, arising out of all causes of action, past, present, and future, including infringement of the Trademarks, or other violations or injury to the said goodwill, and the right to sue for and recover the same in Assignee's own name and the names of Assignee's successors, assigns or other legal representatives.

Assignor undertakes that upon the request of Assignee or its designees, it and/or its successor in business, shall make all rightful oaths, testify on behalf of Assignor or its designees in matters involving the subject Trademarks and do all other lawful acts necessary to carry out the intent of this assignment as well as to provide such other material, information and assistance to Assignee or its designees, as will be considered necessary in connection therewith.

IN WITNESS WHEREOF, the undersigned has caused this assignment to be executed effective as of April 3, 1996.

T.M.I. ASSOCIATES, L.P. (Assignor)

By 
Name: Alyssa A. Anton
Title: Secretary