

11-15-2002



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

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

Tab settings

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

1. Name of conveying party(ies): CFC Holdings, LLC d/b/a California Feather Company... [checkboxes for Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other a California limited liability company] Additional name(s) of conveying party(ies) attached? [checkbox] Yes [x] No

2. Name and address of receiving party(ies) Name: The CIT Group/Commercial Services, Inc. Internal Address: Street Address: 300 South Grand Ave. City: Los Angeles State: CA Zip: 90071 [checkboxes for citizenship, Association, General Partnership, Limited Partnership, Corporation-State New York, Other] If assignee is not domiciled in the United States, a domestic representative designation is attached: [checkbox] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [checkbox] Yes [x] No

3. Nature of conveyance: [x] Assignment [checkbox] Merger [checkbox] Security Agreement [checkbox] Change of Name [checkbox] Other Execution Date: July 19, 2002

4. Application number(s) or registration number(s): A. Trademark Application No. (s) 75/934,804 76/352,663 76/368,459 B. Trademark Registration No.(s) 2,574,673 Additional number(s) attached [checkbox] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Jordan A. LaVine, Esquire Internal Address: Akin Gump Strauss Hauer & Feld, LLP Street Address: One Commerce Sq., 22nd Fl. 2005 Market Street City: Phila. State: Pa Zip: 19103

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) ... \$115 [checkbox] Enclosed [checkbox] Authorized to be charged to deposit account

8. Deposit account number: Please credit any deficiency in fee or credit any overpayment to AC# 50-1071 (Attach duplicate copy of this page if paying by deposit account)

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DO NOT USE THIS SPACE

01 FC: 8521 Statement and signature. 40.00 DP 02 FC: 8522 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. 75.00 DP

Jordan A. LaVine Name of Person Signing

[Signature] Signature

10/17/02 Date

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

3

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

8847-GM

TRADEMARK REEL: 2617 FRAME: 0766

TRADEMARK ASSIGNMENT

WHEREAS, CFC HOLDINGS, LLC DBA CALIFORNIA FEATHER COMPANY, a California limited liability company, having offices at 11842 South Alameda Street, Lynwood, California 90262 and 1880 Century Park East, Suite 817, Los Angeles, California 90067 ("ASSIGNOR"), owns the United States trademark registrations and applications set forth in Exhibit 1 attached hereto, and the goodwill associated therewith ("the Marks").

WHEREAS, the Marks constituted a portion of the collateral (the "Collateral") securing Assignor's obligations to THE CIT GROUP/COMMERCIAL SERVICES, INC. ("Assignee"), a New York corporation having offices at 300 South Grand Avenue, Los Angeles, California 90071;

WHEREAS, Assignor defaulted on its obligations to Assignee and in order to facilitate an orderly disposition of the Collateral has surrendered possession of the Collateral to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns, sells, transfers, and conveys to ASSIGNEE all right, title and interest in and to said Marks, together with the goodwill associated therewith, and any and all claims and demands at law or in equity that ASSIGNOR now has or may hereafter acquire on account of any infringement of the Marks prior to the date hereof.

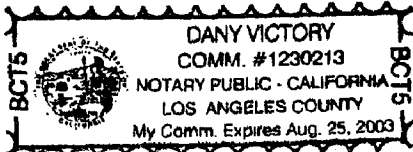
Signed at Los Angeles, CA, this 19 day of July, 2002.

CFC HOLDINGS, LLC

By: [Signature]
Scott Chaplan, Manager/President

STATE OF CALIFORNIA)
) ss:
COUNTY OF Los Angeles)

On this 19 day of July, 2002, before the undersigned, a Notary Public for the State and County aforesaid, personally appeared Scott Chaplan, known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the above assignment, and acknowledged that he/she executed the same.



[Signature]
Notary Public

EXHIBIT 1

UNITED STATES TRADEMARKS

<u>MARK</u>	<u>SERIAL NO./ REGISTRATION NO.</u>	<u>STATUS</u>
1. CALIFORNIA CLEAN	Serial No. 75/934,804	Pending application
2. CALIFORNIA FEATHER CO.	Registration No. 2,574,673	Registered mark
3. DOWN IN A BAG	Serial No. 76/352,663	Pending application
4. DOWN IN A BOX	Serial No. 76/368,459	Pending application