

Form **PTO-1594**
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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):

Weatherbeeta USA, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: 01/17/2003

2. Name and address of receiving party(ies)

Name: Weatherbeeta Pty Ltd

Internal Address: 8 Moncrief Rd., P.O. Box 368

Street Address: Nudawading, Victoria, Australia

City: _____ State: _____ Zip: 3131

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Australian corporation

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) (2,299,472)
(2,501,184)

Additional number(s) attached Yes No

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

Name: David Leit, Esq.

Internal Address: Lowenstein Sandler PC

Street Address: 65 Livingston Avenue

City: Roseland State: NJ Zip: 07034

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41):\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:


#501358

DO NOT USE THIS SPACE

9. Signature.

Lisa C. Fodor, Esq.

Name of Person Signing



Signature

March 14, 2003

Date

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

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

ASSIGNMENT AGREEMENT

January 17, 2003

This Assignment Agreement is executed by and between WEATHERBEETA USA, INC. ("Weatherbeeta USA") and WEATHERBEETA PTY LTD ("Weatherbeeta LTD") as of the above date.

Weatherbeeta USA hereby assigns to Weatherbeeta LTD all of Weatherbeeta USA's right, title and interest in and to (a) the Agreement For Private Sale of Collateral (the "Purchase Agreement") of this same date between Weatherbeeta USA, as buyer, and The Bank of New York, as seller and (b) all "Acquired Assets" (as defined in the Purchase Agreement) that may be acquired under the Purchase Agreement. If, notwithstanding this Assignment Agreement, Weatherbeeta USA closes the purchase of the Acquired Assets with funds of Weatherbeeta LTD and, for administrative reasons, closes the purchase in its own name, Weatherbeeta USA acknowledges that it takes such title only in the capacity of nominee of Weatherbeeta LTD and shall immediately execute transfer documents in favor of Weatherbeeta LTD.

WEATHERBEETA USA, INC.
a New Jersey corporation

By: 

Roger Jackson, President

WEATHERBEETA PTY LTD
a Victoria, Australia corporation

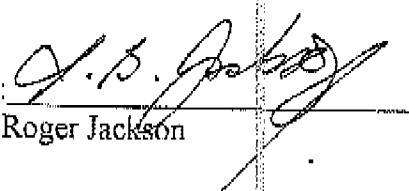
By: 

WEATHERBEETA PTY LTD.

DESIGNATION OF DOMESTIC REPRESENTATIVE

Weatherbeeta Pty Ltd., a corporation duly organized and existing under the laws of Australia, with an address of 8 Moncrief Road, P.O. Box 368, Nudawading, Victoria, Australia, 3131 hereby designates David L. Harris, Daniel J. Barkin, Steven R. Buckingham, David Leit, Lisa C. Fodor and LOWENSTEIN SANDLER PC, 65 Livingston Avenue, Roseland, New Jersey, as its domestic representatives upon whom notice or process in proceedings affecting the following marks may be served: "COTTON NATURALS," Registration No. 2,501,184 and "COTTON NATURALS (AND DESIGN)," Registration No. 2,299,472.

WEATHERBEETA PTY LTD.

By: 
Roger Jackson

Dated: March 14, 2003