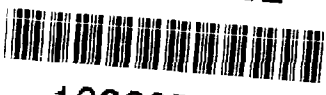


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Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks

Send original documents or copy thereof.

1. Name of conveying party(ies):

New Windsor Brands, 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: 11/18/2002

2. Name and address of receiving party(ies)

Name: New Windsor Brands LLC

Internal Address: 3 Chaucer Ct.

Street Address: 3 Chaucer Ct.

City: West Windsor State: NJ Zip: 01550

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Company - Delaware

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) 75/048377

B. Trademark Registration No.(s)

Additional number(s) attached  Yes  No

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

Name: Stephen Chesnoff, Esq.

Internal Address: Shack Siegel Katz Flaherty & Goodman

Street Address: 530 5th Avenue

City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1934

NOV 22 PM 1:51  
FINANCE SECTION

DO NOT USE THIS SPACE

9. Signature.

Stephen Chesnoff

Name of Person Signing

Signature

11/21/02

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

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TRADEMARK  
REEL: 002624 FRAME: 0045

**TRADEMARK ASSIGNMENT**

**WHEREAS**, New Windsor Brands, Inc., a Delaware corporation with its principal place of business at 3 Chaucer Ct., West Windsor, New Jersey (“Assignor”), is the owner of all the right, title and interest in and to the CLARION trademark as set forth on Schedule A attached hereto, and all the goodwill associated therewith (collectively the “CLARION Trademark”); and

**WHEREAS**, New Windsor Brands, LLC, a Delaware limited liability company with its principal place of business at 3 Chaucer Ct., West Windsor, New Jersey 01550-1319 (“Assignee”), is desirous of acquiring all of Assignor’s right, title and interest in and to the CLARION Trademark;

**NOW THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee, its successors and assignees, *nunc pro tunc* as of September 1, 2002, all its right, title and interest in and to the CLARION Trademark, together with the goodwill of the business symbolized by and associated therewith, and to its rights to take any and all actions in connection with such Trademark, in Assignee’s own name and at Assignee’s expense.

New Windsor Brands, Inc. (Assignor)

By: Kim Handingham

Kim Handingham  
President

Dated: November 18, 2002 [NOTARY]

*Diane Hawk*  
**DIANE HAWK**

Notary Public State of New Jersey  
My Commission Expires Sept. 25, 2003

**TRADEMARK**  
**REEL: 002624 FRAME: 0046**

**Assignor:** New Windsor Brands, Inc.  
**Assignee:** New Windsor Brands, LLC

<u>Mark</u>	<u>Class</u>	<u>Serial Number</u>	<u>Filing Date</u>
CLARION	03	78/048377	February 14, 2001