

Form PTO-1594
1-31-92

RECOR
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DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and

102333011

ments or copy thereof.

1. Name of conveying party(ies):
OFFICE OF PUBLIC RECORDS

Cooley Incorporated
50 Esten Avenue 2003 JAN -6 AM 10: 20
Pawtucket, Rhode Island 02860

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

Additional name(s) of conveying party(ies) attached? Yes No
1-6-03

3. Nature of conveyance:
 Assignment
 Security Agreement
 Other:
 Merger
 Change of Name
Execution Date: **December 24, 2002**

Name: **Cooley Group Holdings, Inc.**

Internal Address: _____

Street Address: **50 Esten Avenue**

City: **Pawtucket** State: **Rhode Island** Zip: **02860**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **DELAWARE**
 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 numbers(s):
A. Trademark Application No.(s)
Additional numbers attached? YES NO

B. Trademark registration No.(s)
REG. NO. 1,542,594 Dated: 06/06/89
Mark: 4IN 1 Class 24

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **DEBORAH L. BENSON**
Internal Address: _____
HINCKLEY, ALLEN & SNYDER LLP
Street Address: **28 STATE STREET**
City: **BOSTON** State: **MA** Zip: **02109**

6. Total number of applications and registrations involved: [**14**]
7. Total fee (37 CFR 3.41) \$ **365.00**
 Enclosed
 Authorized to be charged to deposit account
Deposit account number: **500485**
8. (Attach duplicate copy of this page if paying by deposit account)

01/08/2003 DDYRNE 00000024 1542594

DO NOT USE THIS SPACE

01 FC:8521
02 FC:8522

40.00 OP
325.00 OP

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.

DEBORAH L. BENSON
Name of Person Signing

December 27, 2002
Date

Total number of pages comprising cover sheet [**2**]

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

Continuation - Recordation Form Cover Sheet

Assignor: Cooley Incorporated

Assignee: Cooley Group Holdings, Inc.

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<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>CLASS</u>
ARISTOLON (stylized)	766,789	03/17/64	24
ARMOR-LAST (stylized)	797,529	10/12/65	24
C3 & Design	1,650,771	07/16/91	19
COOLEY BRITE	1,595,450	05/08/90	24
COOLEY MAGIC	1,588,430	03/27/90	1
COOLEY-LITE	2,037,161	02/11/97	17
COOLFLEX	2,030,369	01/14/97	17
COOLGUARD	1,715,875	09/15/92	24
COOLPRO	2,192,097	09/29/98	17
COOLTHANE	1,675,104	02/11/92	20
FIRST FACE	1,571,007	12/12/89	24
RAM	1,853,082	06/09/94	19
RIGID BRITE	2,030,367	01/14/97	17

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made as of the 24 day of December 2002, between Cooley Incorporated, a Rhode Island corporation having an address of 50 Esten Avenue, Pawtucket, Rhode Island 02860, (the "Assignor") and Cooley Group Holdings, Inc., a Delaware corporation, having an address of 50 Esten Avenue, Pawtucket, Rhode Island 02860, (the "Assignee").

WHEREAS, the Assignor is the registered proprietor in the United States of the Trademarks listed in Schedule A attached hereto (the "Trademarks").

WHEREAS, the Assignor has agreed to assign the Trademarks to the Assignee, and the Assignee has agreed to accept such assignment.

NOW, THEREFORE, for good and valuable consideration, the Assignor hereby assigns to the Assignee, its successors and assigns, all its full right to and title in the Trademarks, including the right to sue for past infringement(s), together with the good will of the business concerned in the goods/services for which the Trademarks are registered.

The Assignor covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment and sale.

The Assignor further covenants that the Assignor will, upon the Assignee's request, promptly execute and deliver to the Assignee or its legal representative any and all papers or instruments required to maintain, prosecute and/or register the Trademarks which may be necessary or desirable to carry out the purposes hereof.

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IN WITNESS WHEREOF, the Assignor has caused this Agreement to be executed by its duly authorized officer as of the date first written above.

ASSIGNOR

COOLEY INCORPORATED

By: [Signature]
Name: Jeffrey C. Flath
Title: Vice President

STATE OF: Rhode Island
COUNTY OF: Providence

The foregoing instrument was acknowledged before me in the City of Pawtucket, this 24th day of December 2002, by Jeffrey C. Flath of Cooley Incorporated, a Rhode Island corporation of the State of Rhode Island, on behalf of the Corporation.

IN WITNESS WHEREOF, I have hereunder set my hand and official seal.

[Signature]
Notary Public:
My Commission Expires: 8/27/2005



SCHEDULE A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>CLASS</u>
4 IN 1	1,542,594	06/06/89	24
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** TOTAL PAGE.04 **