

Form PTO-1594
(Rev. 10/02)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

OMB No. 0651-0027 (exp. 6/30/2005)

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

1. Name of conveying party(ies):
Warren Industries, Inc.

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

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

2. Name and address of receiving party(ies)
Name: Rose Art Industries, Inc.
Internal Address: _____
Address: _____
Street Address: 6 Regent Street
City: Livingston State: NJ Zip: 07039

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New Jersey
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 08/12/2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 1,411,451

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Robert W. Smith, Esq.
Internal Address: McCarter & English, LLP


Street Address: Four Gateway Center
100 Mulberry Street
City: Newark State: NJ Zip: 07101-0652

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
502639

DO NOT USE THIS SPACE

9. Signature.
Robert W. Smith  August 21, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

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

CH \$40.00 502639 1411451

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ASSIGNMENT OF TRADEMARKS AND GOODWILL

This Assignment is made effective as of the 12th day of August 2003, by and between Warren Industries, Inc., a Indiana corporation with offices at 3200 South Street, Lafayette, Indiana 47901 ("Assignor") and Rose Art Industries, Inc., a New Jersey corporation with offices at 6 Regent Street, Livingston, New Jersey 07039 ("Assignee").

WHEFEAS, Assignor is the sole and exclusive owner of all right, title and interest in and to the trademarks and trademark applications/registrations listed and/or described on Schedule A attached hereto and made a part hereof, and all of the goodwill associated therewith (the "Marks"); and

WHEFEAS, Assignor has agreed to assign the Marks to Assignee.

NOW THEREFORE, for the sum of one dollar (\$1.00), and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, grant and convey to Assignee all right, title and interest in the Marks, and all issued registrations with respect to same, as well as the goodwill related to the Marks and the right to sue for past infringement of the Marks. Assignor will execute any and all further documents necessary to transfer to Assignee title in and to the Marks.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment on the day and year first above written.

WARREN INDUSTRIES, INC.

By: Barrie L. Simpson
Name: Barrie L. Simpson
Title: President

Schedule A

REGISTRATION

MARK

REGISTRATION NO.

REGISTRATION DATE

MAGNETIX (Stylized)

1,411,451

September 30, 1986