

Form PTO-1594  
(Rev. 03/01)

RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

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

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings  $\Rightarrow \Rightarrow \Rightarrow$

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

1. Name of conveying party(ies):

**B.G. Industries, Inc.**

- Individual(s)
- General Partnership
- Corporation-State-California
- 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: **September 19, 2003**

2. Name and address of receiving party(ies)

Name: **NEW BG, LLC**

Internal Address: **Suite 214**

Street Address: **8550 Balboa Blvd.**

City: **Northridge** State: **CA** Zip: **91325**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other **California Limited Liability Co.**

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) **78/161,190**  
for **ELASTIMAX**, filed on **09/05/02**

B. Trademark Registration No.(s) **2,586,035**  
for **ACCUFLOAT**, issued on **06/25/02**

Additional number(s) attached  Yes  No

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

Name: **Lewis Anten, Esq.**

Internal Address: **Lewis Anten, P.C.**

Street Address: **16830 Ventura Blvd., Suite 310**

City: **Encino** State: **CA** Zip: **91436**

6. Total number of applications and registrations involved: **13**

7. Total fee (37 CFR 3.41).....\$ **340.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

**01-2138**

(Attach duplicate copy of this page if paying by deposit account)

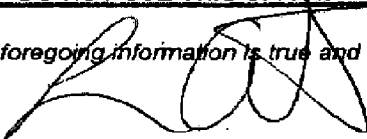
DO NOT USE THIS SPACE

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.

**Lewis Anten**

Name of Person Signing



Signature

**10-9-03**

Date

Total number of pages including cover sheet, attachments, and document: **9**

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

**RECORDATION FORM COVER SHEET (Continued)**  
**Trademark Registrations and Pending Applications**  
**List of Additional Numbers**

Name	Country/ State	Application No./ Application Date	Registration Number/ Registration Date
COREFLEX	U.S.		1,197,270 06/08/82
HYPOLEX	U.S.		1,857,276 10/04/94
MAXIFLEX	U.S.		1,172,295 10/06/81
MAXIFLOAT	U.S.		1,611,271 08/28/90
MISCELLANEOUS DESIGN – FEET DESIGN	U.S.		2,054,907 04/22/97
PARAFLOAT	U.S.		2,461,973 06/19/01
PERMAFLOAT	U.S.		1,681,617 03/31/92
SENTEX IV	U.S.		1,507,209 10/04/88
THERAMAX	U.S.	76/336,248 11/09/01	
WE TAKE LYING DOWN VERY SERIOUSLY	U.S.		2,660,723 12/10/02
GEOFLOAT (intent to use application as described in Paragraph 2 of the Assignment document)	U.S.	75/199,344 11/18/96	

**TRADEMARK ASSIGNMENT**

**WHEREAS**, B. G. Industries, Inc., a California corporation, with its principal place of business at 8550 Balboa Boulevard, Suite 214, Northridge, California 91325 (hereinafter "ASSIGNOR"), has adopted, used and is using the trademarks set forth on Schedule A attached hereto and is the owner of said trademarks and the registrations and applications therefor listed on Schedule A; and

**WHEREAS**, ASSIGNOR has intended to use the trademark GEOFLOAT in commerce and has filed the application for GEOFLOAT, set forth on Schedule B attached hereto, now assigned serial number 75/199,344 indicating that intention, but has not yet filed an allegation of use under Sections 1 (c) or 1 (d) of the Trademark Act. ASSIGNOR is assigning the trademark in application serial number 75/199,344, set forth on Schedule B, as part of the entire business or portion thereof to which the trademark pertains as required by 15 U.S.C. §1060; and

**WHEREAS**, New BG, LLC, a California limited liability company, with its principal place of business at 8550 Balboa Boulevard, Suite 214, Northridge, California 91325 (hereinafter "ASSIGNEE") is desirous of acquiring the trademarks and the registrations and applications therefor set forth on Schedules A and B;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby assign to ASSIGNEE, its successors and assigns, all right, title, and interest in and to the trademarks set forth on Schedules A and B in the United States and Canada together with the goodwill of the business symbolized by the trademarks and the registrations and applications thereof set forth on Schedules A and B, effective as of April 1, 2002.

The ASSIGNOR further sells, assigns, and transfers to ASSIGNEE, its successors and assigns, all income, royalties, damages and payments now or hereafter due or payable in respect to the trademarks assigned to ASSIGNEE and any and all causes of action, claims or demands (either in law or equity) and the right to sue and counterclaim for past, present and future infringement, misappropriation, or dilution of the rights assigned to ASSIGNEE and to receive, retain, hold and enjoy for its own use and behalf, and for the use and behalf of its successors, assigns or other legal representatives, any and all damages, profits, penalties, or other compensation or recoveries related thereto, effective as of April 1, 2002.

B. G. Industries, Inc.

By: AB

Name: Arnold Balonick

Its: Chief Executive Officer

Dated effective as of: April 1, 2002

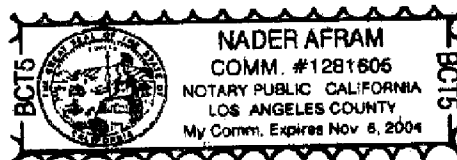
STATE OF CALIFORNIA )  
 )  
 COUNTY OF LOS ANGELES )

SS

On 09-19-03 before me, NADER AFRAM (NOTARY PUBLIC), personally appeared ARNOLD BALONICK personally know to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature: Nader Afram 09-19-03 (Seal)  
NADER AFRAM



**SCHEDULE A  
 TRADEMARKS**

Marks	Country/ State	Class(es)	Application No./ Application Date	Registration No./ Registration Date	Status
ACCUFLOAT	U.S.	10	75/884,419 12/30/99	2,586,035 6/25/02	Registered
COREFLEX	U.S.	20	73/203,635 02/12/79	1,197,270 06/08/82	Registered
COREFLEX	California	20	N/A	59196 02/23/79	Registered
ELASTIMAX	U.S.	10	78/161,190 9/05/02		Pending
HYPOLEX	U.S.	24	74/324,341 10/19/92	1,857,276 10/04/94	Registered
MAXIFLEX	California	20	N/A	59194 02/23/79	Registered
MAXIFLEX	U.S.	20	73/203,632 02/12/79	1,172,295 10/06/81	Registered
MAXIFLOAT	California	20	N/A	91472 01/22/90	Registered
MAXIFLOAT	U.S.	20	74/001,445 11/16/89	1,611,271 08/28/90	Registered
MISCELLANEOUS DESIGN - FEET DESIGN	U.S.	20	75/087,864 04/12/96	2,054,907 04/22/97	Registered
MISCELLANEOUS DESIGN - FEET DESIGN	California	20	N/A	101333 06/03/96	Registered
PARAFLOAT	U.S.	10	75/288,827 05/08/97	2,461,973 06/19/01	Registered
PERMAFLOAT	U.S.	20	74/026,765 02/05/90	1,681,617 03/31/92	Registered
SENTEX IV	U.S.	20	73/712,311 02/22/88	1,507,209 10/04/88	Registered
SENTEX IV	California	24	N/A	87535 03/28/88	Registered
THERAMAX	U.S.	10, 12	76/336,248 11/09/01		Pending
WE TAKE LYING DOWN VERY SERIOUSLY	U.S.	10	76/296,807 08/08/01	2,660,723 12/10/02	Registered

07/13/03 Schedule A and B

**SCHEDULE A (Cont'd)**

**TRADEMARKS**

Marks	Country/ State	Class(es)	Application No./ Application Date	Registration Number/ Registration Date	Status
HYPOLEX	Canada	N/A	743086 12/09/93	471103 2/18/97	Registered
MAXIFLOAT	Canada	N/A	743087 12/09/93	471104 2/18/97	Registered
FEET Design	Canada	N/A	825766 10/11/96	509158 3/11/99	Registered

Common Law Marks

MAXIGUARD PRS

MIGHTY MAX

RESTORE

ACCUMAX QUANTUM

ACCUMAX QUANTUM CONVERTIBLE

LINENLOCKS

FLAMETEX

FLAMETEX JR.

**SCHEDULE B  
TRADEMARKS**

Marks	Country/ State	Class(es)	Application No./ Application Date	Registration Number/ Registration Date	Status
GEOFLOAT	U.S.	10	75/199,344 11/18/96		Pending

**RECORDATION FORM COVER SHEET (Continued)**  
**Trademark Registrations and Pending Applications**  
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MAXIFLEX	U.S.		1,172,295 10/06/81
MAXIFLOAT	U.S.		1,611,271 08/28/90
MISCELLANEOUS DESIGN - FEET DESIGN	U.S.		2,054,907 04/22/97
PARAFLOAT	U.S.		2,461,973 06/19/01
PERMAFLOAT	U.S.		1,681,617 03/31/92
SENTEX IV	U.S.		1,507,209 10/04/88
THERAMAX	U.S.	76/336,248 11/09/01	
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