

Form PTO 1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/04)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
Winchester Properties, LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation of Illinois
 Other Delaware Limited Liability Company

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

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

Execution Date: December 16, 2003

2. Name and address of receiving party(ies):
Name: Olin Corporation
Internal Address: P.O. Box 4500
Street Address: 501 Merritt 7
City: State: Zip: Norwalk, Connecticut 06856-4500

Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation of the Commonwealth of Virginia
 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 number(s):
A. Trademark Application No.(s)

B. Trademark registration No.(s)
2782195

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Francis J. Duffin
Internal Address: Wiggin & Dana LLP
Street Address: One Century Tower
City: New Haven, State: CT Zip: 06508-1832

CERTIFICATE OF FACSIMILE TRANSMISSION

I hereby certify that, on the date indicated below, this document was Transmitted via telefacsimile to: Commissioner of Patent & Trademarks, Box Assignments, via telefacsimile to telefacsimile no. 703-306-5995.

Francis J. Duffin Francis J. Duffin
Name (Print) Signature

January 5, 2004
(Date of Signature)

6. Total number of applications and registrations involved: 2

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

8. Deposit account number: 23-1665
(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.

Francis J. Duffin
Name of Person Signing

Francis J. Duffin
Signature

1/5/2004
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 Patents & Trademarks, Box Assignments
(Submitted Via Telefacsimile)

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CH \$40.00 231665 2782195

Assignment Agreement

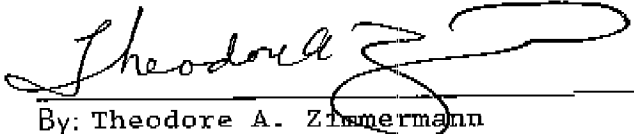
This Assignment Agreement ("Agreement") is entered into this 28th day of November 2003 by and between Winchester Properties, LLC, a Delaware Limited Liability corporation ("Properties") whose address is Fitzgerald Road, Rancho Cordova California 95742, and Olin Corporation, a Virginia corporation ("Olin") whose address is 427 N. Shamrock, East Alton IL, 62024. The parties agree as follows:

1. Assignment. For valuable consideration, Properties hereby grants, transfers and assigns to Olin all of Properties' right, title and interest in and to the mark WINCHESTER COUNTRY CLUB, including United States Trademark Registration No. 2782195.
2. Assumption. Olin hereby assumes all of Properties' liabilities and obligations relating to the assigned mark.
3. Miscellaneous. This Agreement shall (i) be binding on the successors and assigns of Properties and Olin, (ii) inure to the benefit of the successors and assigns of Properties, and (iii) be governed by and construed in accordance with the laws of the State of California.

Winchester Properties, LLC,
A Delaware Limited Liability Company


By: C.C. Meyer
Its: Manager

Olin Corporation.
A Virginia corporation


By: Theodore A. Zimmermann
Its: Assistant Secretary

*sent
12/6/03*