

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Zinsser Co., Inc.		02/06/2004	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA	
Name:	Zinsser Brands Company
Street Address:	2628 Pearl Road
City:	Medina
State/Country:	OHIO
Postal Code:	44258
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2762885	DURASTAIN
Registration Number:	2774124	FASTPRIME
Registration Number:	2778199	PREPZ
Registration Number:	2795193	SEALCOAT

CORRESPONDENCE DATA	
Fax Number:	(216)241-0816
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	216.622.8854
Email:	ipdocket@calfee.com
Correspondent Name:	Raymond Rundelli
Address Line 1:	800 Superior Avenue
Address Line 2:	Suite 1400
Address Line 4:	Cleveland, OHIO 44114-2688

ATTORNEY DOCKET NUMBER:	06821/06239
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NAME OF SUBMITTER:	Raymond Rundelli
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CH \$115.00 2762885

Total Attachments: 2
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source=zbrands#page2.tif

ASSIGNMENT OF MARKS

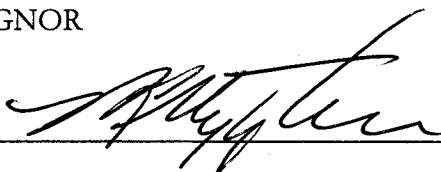
WHEREAS, Zinsser Co., Inc., a New Jersey corporation with offices at 173 Belmont, Somerset, New Jersey 08875 ("Assignor"), has adopted, used and/or is using in commerce certain marks in the United States and/or elsewhere (collectively, the "Marks") shown on Schedule A attached hereto, and is the owner of the registrations for one or more of the Marks, also as shown on Schedule A; and

WHEREAS, Zinsser Brands Company, a Delaware corporation with offices at 2628 Pearl Road, Medina, Ohio 44256 ("Assignee"), is desirous of acquiring all right, title and interest in and to the Marks, all registrations for the Marks, and the goodwill associated with the Marks;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee, effective as of January 1, 2004, all worldwide right, title and interest in and to (i) the Marks, (ii) the registrations of the Marks shown on Schedule A, (iii) all income, royalties, damages and payments now or hereafter due or payable with respect to the Marks, (iv) all rights of action arising from the Marks, including all claims for damages by reason of past, present and future infringement of the Marks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and (v) the goodwill of the business symbolized by the Marks.

Dated: February 6, 2004

ASSIGNOR

By: 

Printed Name: P. Kelly Tompkins

Title: Secretary

STATE OF OHIO :
: SS
COUNTY OF MEDINA :

Subscribed and sworn to before me on February 6, 2004


Notary Public

KARIN J. OWEN
Notary Public, State of Ohio
My Commission Expires 8-29-2006
(Recorded in Medina County)

{RR1094.DOC;1}

TRADEMARK
REEL: 002810 FRAME: 0885

SCHEDULE A

Registered Marks Issuing From Applications Not Assignable as of 12/30/02		
Mark	Reg. No.	Reg. Date
DURASTAIN	2,762,885	09/09/2003
FASTPRIME	2,774,124	10/14/2003
PREPZ	2,778,199	10/28/2003
SEALCOAT	2,795,193	12/16/2003

Common Law Marks Formerly the Subject of Applications Not Assignable as of 12/30/02
MARK
COPPERCOAT