

U.S. Department of Commerce
Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

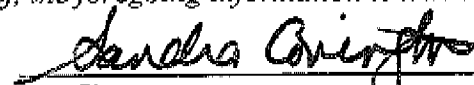
<p>1. Name of conveying party(ies): Euro-Pro Corporation</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State - Canada <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies) Name: Euro-Pro Operating LLC Address: 1210 Washington Street West Newton, Massachusetts 02465</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State - Delaware <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: <u>May 18, 2004</u></p>	

4. Application number(s) or registration number(s):	
A. Trademark Application No.(s) <u>78/298,619</u>	B. Trademark Registration No.(s)
Additional numbers attached? Yes <input checked="" type="checkbox"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Sandra Covington, Esq. Cowan, Liebowitz & Latman, P.C. 1133 Avenue of the Americas New York, NY 10036-6799</p>	<p>6. Total number of applications and registrations involved: <u>1</u></p>
	<p>7. Total fee (37 CFR 3.41)..... \$ <u>40.00</u> <input type="checkbox"/> Enclosed <input type="checkbox"/> Any deficiency is authorized to be charged to <input checked="" type="checkbox"/> Deposit Account No. 03-3415.</p>
	<p>8. Deposit Account No. <u>03-3415</u> (Attach duplicate copy of this page if paying by deposit account)</p>

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.

Sandra Covington  May 25, 2004
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

Mail to: Commissioner of Patents & Trademarks, Box Assignment, Washington, DC 20231

CH \$40.00 033416 78298619

UNITED STATES

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, was made on the 9th day of September 2003, between Euro-Pro Corporation, a corporation organized and existing under the laws of Canada with its principle place of business at 4400 Bois Franc Ville St.-Laurent Quebec H4S 1A7 Canada ("Assignor") and Euro-Pro Operating LLC, a corporation organized and existing under the laws of the State of Delaware with its principal place of business at 1210 Washington Street West Newton, Massachusetts 02465 ("Assignee").

WHEREAS, Assignor is the owner of the trademark application listed in Schedule A; and

WHEREAS, Assignee desires to acquire all of Assignor's right title and interest in the FANTOM mark together with the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration in the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys unto Assignee, its successors and assigns, absolutely and forever, its entire right, title and interest, whether statutory or at common law, in and to the said mark, together with the goodwill of the business symbolized by the said mark, the portion of the Assignor's business in connection with which it has a bona fide intent to use the mark, all causes for action for any and all previously occurring infringements of the rights being assigned, and the right to receive and retain the proceeds relating to those infringements.

IN WITNESS WHEREOF, Assignor has executed this U.S. Trademark Assignment as of

5/19/04, 2004.

EURO-PRO CORPORATION

By: [Signature]
Name: FRANKIE ROSENBERG
Title: VP - General Counsel

NOTARIAL ACKNOWLEDGEMENT

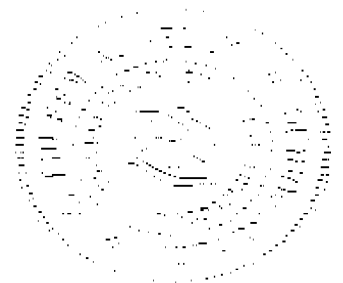
UNITED STATES OF AMERICA

STATE OF Massachusetts

COUNTY OF Middlesex

On this 18 day of May, 2004, before me personally came Frankie Rosenberg, to me known, who being by me duly sworn, did depose and say that he/she is VP General Counsel of Euro-Pro Corporation, the corporation described in and which executed the foregoing instrument; and that he/she signed his/her name thereto by order of the Board of Directors.

[Signature]
Notary Public 12/31/04



EURO-PRO OPERATING LLC

By:

[Handwritten Signature]
Name: ~~FRANCINE ROSENBERG~~
Title: VP - General Counsel

NOTARIAL ACKNOWLEDGEMENT

UNITED STATES OF AMERICA

STATE OF Massachusetts

COUNTY OF Middlesex

On this 18 day of May, 2004, before me personally came

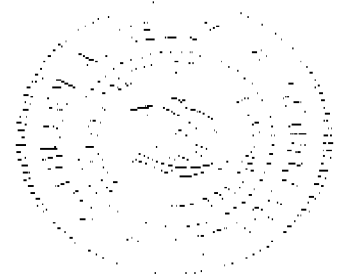
Francine Rosenzweig, to me known, who being by me duly sworn, did depose and

say that he/she is VP & General Counsel of Euro-Pro Operating LLC, the corporation

described in and which executed the foregoing instrument; and that he/she signed his/her name

thereto by order of the Board of Directors.

[Handwritten Signature]
Notary Public
12/31/04



Schedule A

Trademark

Application No.

Filing Date

FANTOM

78/298,619

September 10, 2003