

12-30-2003

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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U.S. DEPARTMENT OF COMMERCE  
U.S. 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):

Paoli, Inc.

12.19.03

- Individual(s)
- General Partnership
- Corporation-State Indiana
- 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: December 18, 2003

2. Name and address of receiving party(ies)

Name: Orleans Corporate Services, Inc.

Internal Address: Suite 12113

Street Address: 300 Delaware Avenue

City: Wilmington State: DE Zip: 19804

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- 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) See

Schedule A attached

Additional number(s) attached  Yes  No

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

Name: Cynthia L. Stewart

Internal Address: Frost Brown Todd LLC

400 West Market Street

32nd Floor

Louisville, Kentucky 40202

Street Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

6. Total number of applications and registrations involved: \_\_\_\_\_

7

7. Total fee (37 CFR 3.41).....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

024275

DO NOT USE THIS SPACE

9. Signature.

*Cynthia L. Stewart*

Name of Person Signing

Signature

December 19, 2003

Date

12/29/2003 LNUELLER 00000131 024275 0871289 Total number of pages including cover sheet, attachments, and document: 5

01 FC:0521  
02 FC:0522

40.00 BA  
150.00 BA

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

TRADEMARK  
REEL: 002891 FRAME: 0513

SCHEDULE A

| <b>Mark</b>                   | <b>Registration No.</b> | <b>Date Issued</b> |
|-------------------------------|-------------------------|--------------------|
| PAOLI                         | 0,871,289               | June 17, 1969      |
| TELLUS FURNITURE              | 2,005,267               | October 1, 1996    |
| PAOLI                         | 2,013,603               | November 5, 1996   |
| FURNITURE PAOLI<br>(Stylized) | 2,013,604               | November 5, 1996   |
| T and Design                  | 2,058,027               | April 29, 1997     |
| VILLAGE WALL                  | 2,408,902               | November 28, 2000  |
| W and Design                  | 2,487,589               | September 11, 2001 |
|                               |                         |                    |

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LOULibrary/307154.1

## ASSIGNMENT OF REGISTERED MARKS

THIS ASSIGNMENT OF REGISTERED MARKS (the "Assignment") is entered into as of December 18, 2003, 2003 by PAOLI, INC., (the "Assignor"), an Indiana corporation, with a business address at 201 East Martin Street, Orleans, Indiana 47452, in favor of ORLEANS CORPORATE SERVICES, INC. (the "Assignee"), a Delaware corporation, with a business address at 300 Delaware Avenue, Suite 12113, Wilmington, Delaware 19801.

WHEREAS the Assignor had an interest in the following trademarks (the "Trademarks"), including all rights under the registration (the "Registrations") of the Trademarks on the Principal Register of the United States Patent and Trademark Office with the registration numbers and dates of issuance set forth in Schedule A attached hereto.

WHEREAS, for good and valuable consideration, receipt of which is hereby acknowledged by the Assignor, and pursuant to an Assignment of Intangible Assets dated November 6, 2003 between the parties, the Assignor has assigned and transferred, and hereby assigns and transfers to the Assignee, and the Assignee has acquired and hereby acquires from the Assignor, all of the Assignor's rights in the Trademarks and the Registrations;

NOW, THEREFORE, this Assignment reflects Assignor's assignment, conveyance and transfer unto the Assignee of all of its right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, all proceeds of infringement suits, rights to sue for past, present and future infringements, and all rights corresponding to the Trademarks throughout the world including, without limitation, the Registrations.

IN WITNESS WHEREOF, the undersigned, a duly authorized representative of each of the Assignor and the Assignee, has executed this Assignment on the date set forth below.

PAOLI, INC (Assignor)

By David O Bryant

Title: V.P. + CFO

Date: 12/18/03

STATE OF North Carolina )  
COUNTY OF Randolph ) SS

On this 18<sup>th</sup> day of December, 2003, before me appeared David O Bryant the person who signed this instrument, who acknowledged that he/she is a duly appointed officer of PAOLI, INC., (the "Assignor"), that he/she is duly authorized by the Assignor to sign this instrument, and that he/she has signed this instrument as a free act on behalf of the Assignor.

William S. Bryant  
NOTARY PUBLIC  
My commission expires: 8/25/08

ORLEANS CORPORATE SERVICES, INC.  
(Assignee)

By *Victoria Garret*

Title: *VICE PRESIDENT*

Date: *12/18/2003*

STATE OF *Delaware* )  
 ) SS  
COUNTY OF *New Castle* )

On this *18<sup>th</sup>* day of *December*, 2003, before me appeared *Victoria Garret* the person who signed this instrument, who acknowledged that he/she is a duly appointed officer of ORLEANS CORPORATE SERVICES, INC. (the "Assignee"), that he/she is duly authorized by the Assignee to sign this instrument, and that he/she has signed this instrument as a free act on behalf of the Assignee.

*Janette H Gordon*  
NOTARY PUBLIC

My commission expires: \_\_\_\_\_

