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Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings

ET 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):

Klaussner Corporate Services, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Iowa
- Other

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

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: 19801

- 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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: December 19, 2003

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,532,012

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

32nd Floor

Street Address: 400 West Market Street

City: Louisville State: KY Zip: 40202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

024275

(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.

Cynthia L. Stewart

Name of Person Signing

Cynthia L. Stewart

Signature

12/29/03

Date

Total number of pages including cover sheet, attachments, and document: 5

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

01/06/2004 LMUELLER 00000207 024275 1532012

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TRADEMARK
REEL: 002892 FRAME: 0352

ASSIGNMENT OF UNITED STATES TRADEMARK REGISTRATION

THIS ASSIGNMENT OF UNITED STATES TRADEMARK REGISTRATION is made as of November 6, 2003 by Paoli, Inc., an Indiana corporation ("Paoli"), and Klaussner Corporate Services, Inc., an Iowa corporation ("KCS"), to Orleans Corporate Services, Inc., a Delaware corporation ("Orleans").

WHEREAS, WH, LLC ("WH"), a single member limited liability company organized under the laws of Indiana and wholly owned by Paoli, acquired United States Trademark Registration Number 1,532,012, a copy of which is attached hereto (the "Trademark"), from Whitehall Furniture, Inc. on September 30, 1999; and

WHEREAS, after September 30, 1999, WH and Paoli used the Trademark; and

WHEREAS, WH has been dissolved and its assets at the time of dissolution have been transferred to Paoli; and

WHEREAS, Paoli continues to use the Trademark; and

WHEREAS, on November 6, 2003, Paoli transferred its trademarks to Orleans, a wholly owned subsidiary of Paoli; and

WHEREAS, in connection with the dissolution of WH and the formation of Orleans, Paoli determined that the Trademark had been assigned from WH to KCS, an affiliate of Paoli; and

WHEREAS, WH and Paoli have not paid royalties to KCS and have treated the Trademark as being owned by them; and

WHEREAS, KCS has not licensed or otherwise used the Trademark; and

WHEREAS, KCS has acknowledged and agreed that the Trademark should not have been assigned to it by WH; and

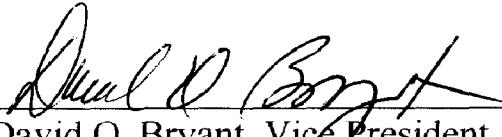
WHEREAS, Paoli has requested, and KCS has agreed, that the Trademark should be assigned to Orleans;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Paoli and KCS, as Assignors,

hereby sell, assign and transfer unto Orleans, as Assignee, and its successors and assigns, the whole and entire right, title and interest of Paoli and KCS in, to and under the Trademark, including, but not limited to, all rights of recovery for past infringement thereof and all goodwill associated therewith.

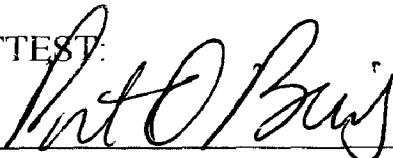
IN WITNESS WHEREOF, Paoli and KCS have executed this Assignment as of November 6, 2003.

PAOLI, INC.

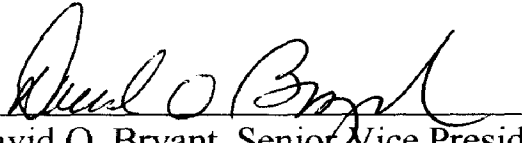
By: 
David O. Bryant, Vice President

(SEAL)

ATTEST:

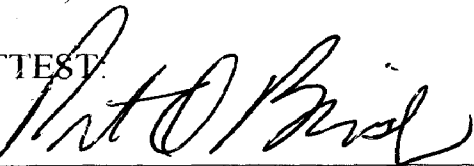

Peter O. Brisley, Secretary

KLAUSSNER CORPORATE SERVICES, INC.

By: 
David O. Bryant, Senior Vice President
and Chief Financial Officer

(SEAL)

ATTEST:


Peter O. Brisley, Secretary

STATE OF NORTH CAROLINA

COUNTY OF RANDOLPH

I, Lillian S. Bryant, a notary public of the county and state aforesaid, hereby certify that Peter O. Brisley personally came before me this day and acknowledged that he is Secretary of Paoli, Inc., an Indiana corporation, and that, by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its Vice President, sealed with its corporate seal, and attested by him as its Secretary.

Witness my hand and official stamp or seal, this 19th day of December, 2003.

Lillian S. Bryant
Notary Public

My Commission Expires:

8/25/08

STATE OF NORTH CAROLINA

COUNTY OF RANDOLPH

I, Lillian S. Bryant, a notary public of the county and state aforesaid, hereby certify that Peter O. Brisley personally came before me this day and acknowledged that he is Secretary of Klaussner Corporate Services, Inc., an Iowa corporation, and that, by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by its Senior Vice President and Chief Financial Officer, sealed with its corporate seal, and attested by him as its Secretary.

Witness my hand and official stamp or seal, this 19th day of December, 2003.

Lillian S. Bryant
Notary Public

My Commission Expires:

8/25/08