

01-26-2004

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):

1.15.04

Paper Source, Inc.

- Individual(s)
- General Partnership
- Corporation-State Nevada
- 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: _____

2. Name and address of receiving party(ies)

Name: Continental Quilting Company, Inc.

Internal Address: 4100 First Avenue

Street Address: _____

City: Brooklyn State: NY Zip: 11232

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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) 2,186,505

Additional number(s) attached Yes No

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

Name: Mary A. Tuck

Internal Address: JONES DAY

Suite 4600

Street Address: 555 West Fifth Street

City: Los Angeles State: CA Zip: 90013-1025

6. Total number of applications and registrations involved: _____

1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-2468

DO NOT USE THIS SPACE

9. Signature.

Mary A. Tuck

Mary A. Tuck
Signature

January 15, 2004

Date

Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK
REEL: 002909 FRAME: 0079

OFFICE OF THE COMPTROLLER
FINANCE SECTION
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01/23/2004 BYRNE 0000216 302909 2186505
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TRADEMARK ASSIGNMENT

WHEREAS, PAPER SOURCE, INC., a Nevada corporation, located at 318 North Carson Street, Suite 214, Carson City, Nevada, 89701 and having a principal place of business at 486 East Chick Road, El Centro, California (hereinafter "Paper Source") is the owner of the trademark "PEEWEE'S" in connection with disposable diapers, which is registered in the United States Patent and Trademark Office as U.S. Reg. No. 2,186,505;

WHEREAS, CONTINENTAL QUILTING COMPANY, INC., a New York corporation, having a principal place of business at 4100 First Avenue, Brooklyn, New York, 11232, (hereinafter "Continental Quilting") is desirous of acquiring said trademark.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Paper Source does hereby sell, assign, transfer and set over unto said Continental Quilting, its successors, assigns and legal representatives, all right, title and interest in and to said trademark together with the goodwill of the business symbolized by said trademark and registration thereof.

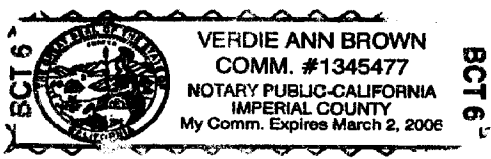
IN WITNESS WHEREOF, Paper Source has caused this Assignment to be executed on this 16 day of December, 2003 at El Centro, CA, by a duly authorized officer.

PAPER SOURCE, INC.
By: Edward Edwards
Edward Edwards
President

STATE OF CALIFORNIA)
COUNTY OF Imperial) ss.

On December 16, 2003 before me, Verdie Ann Brown
Notary Public, personally appeared Edward Edwards,
personally known to me to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.
Notary Public



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