



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

1. Name of conveying parties:
Avdel Cherry Textron Inc.

- Individual(s)
- General Partnership
- Corporation-State
- 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: **November 1, 2002**

2. Name and address of receiving party:

Name: **Avdel Cherry Rhode Island Inc.**

Internal Address: _____
Address: _____

Street Address: **40 Westminster St.**

City: **Providence** State: **RI** Zip: **02903**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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 Nos.

1,163,392; 1,563,012; 1,313,092; 1,544,182

Additional number(s) attached Yes No

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

Name: **Trademark Administrator**

Internal Address: **TESTA, HURWITZ & THIBEAULT, LLP**

Street Address: **High Street Tower, 125 High Street**

City: **Boston** State: **MA** Zip: **02110**

6. Total number of applications and registrations involved:.....4

7. Total fee (37 CFR 3.41)\$115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: **20-0531**

(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.

Brian M. Gaff, Esq. (Reg. No. 44,691)

Name of Person Signing

Signature

31-MAR-04

Date

Total number of pages including cover sheet, attachments, and document: 3

04/05/2004 LINDLER 00000035 200531 1163392

01 FC:0321 49.00 BA
02 FC:0322 75.00 BA

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P. O. Box 1450
Alexandria, VA 22313-1450

ASSIGNMENT

WHEREAS, Avdel Cherry Textron Inc., a New York corporation (hereinafter "Avdel Cherry"), has adopted, used and is using the trademarks described herein, along with the goodwill of Avdel Cherry's business symbolized thereby, and is the owner of all right, title, and interest in and to the trademarks described herein, including any and all United States, state or foreign registrations issued, applications filed, common-law rights related to said trademarks, rights to obtain renewals and all other legal protections pertaining thereto;

WHEREAS, Avdel Cherry desires to transfer all of its right, title, and interest in and to such trademarks, along with the goodwill of the business symbolized by and associated with such trademarks, to Avdel Cherry Rhode Island Inc., a Delaware corporation (hereinafter "Avdel Cherry Rhode Island");

WHEREAS, all transfers of intellectual property pursuant to this Assignment are intended to be transfers pursuant to Section 351 of the Internal Revenue Code of 1986, as amended (the "Code");

NOW, THEREFORE, to whom it may concern, be it known that for good and valuable consideration, the receipt of which is hereby mutually acknowledged:

1. THE ASSIGNMENT OF TRADEMARK RIGHTS AND THE ASSOCIATED GOODWILL BY AVDEL CHERRY TO AVDEL CHERRY RHODE ISLAND


Avdel Cherry has assigned, and transferred, and by these presents, Avdel Cherry hereby does assign, transfer, and deliver to Avdel Cherry Rhode Island, its successors, assigns, and legal representatives the whole of any and whatever right, title, and interest Avdel Cherry may have in and to: (i) the trademarks listed in Exhibit A, and any United States, state or foreign registrations of such trademarks, applications filed, common-law rights related to said trademarks, rights to obtain renewals and all other legal protections pertaining thereto; and (ii) the goodwill of Avdel Cherry's business symbolized by and associated with the trademarks listed in Exhibit A.

2. FURTHER ASSURANCES

Avdel Cherry and Avdel Cherry Rhode Island hereby further agree, each for itself and its successors, assigns, and legal representatives, to execute upon request any other lawful documents and likewise to perform any other lawful acts that are necessary to secure fully the aforesaid rights, titles, and interests in and to said trademarks listed in Exhibit A to Avdel Cherry Rhode Island, its successors, assigns, and legal representatives.

IN WITNESS WHEREOF, the parties have caused this ASSIGNMENT to be duly executed and delivered as of November 1, 2002.

Avdel Cherry Textron Inc.

By: 
Name: Arnold M. Friedman
Title: Vice President

Avdel Cherry Rhode Island Inc.

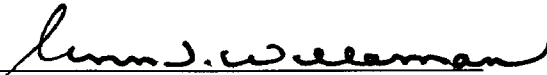
By: 
Name: Ann T. Willaman
Title: Vice President and Secretary

EXHIBIT A

Serial Number	Date Filed	Registration No.	Country	Registration Date	Mark	Type of Mark	IC	OWNER
73169971	5/11/78	1163392	US	8/4/81	BANC-LOK	TM	6	Textron Inc.
73770131	12/19/88	1563012	US	10/31/89	INTERLOCK	TM	6	Textron Inc.
73402045	11/8/82	1313092	US	1/8/85	KLAMP-TITE	TM	6	Textron Inc.
73735324	6/20/88	1544182	US	6/20/89	RIVAC	TM	7	Textron Inc.