

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

Mail/Courier to: Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450 OR VIA FAX 1-703-306-5995

Please record the attached original document(s) or copy thereof.

<p>1. Name(s) of conveying party(ies):</p> <p>Royal Alliance Inc.</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 <input type="checkbox"/> Other</p> <p>Additional names(s) of conveying party(ies) attached <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p> <p>3. Nature of Conveyance:</p> <p><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: September 30, 2004</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name(s): Royal Group Technologies Limited</p> <p>Address: 1 Royal Gate Boulevard Vaughan, Ontario, CANADA L4L 8Z7</p> <p>Form of legal entity and jurisdiction:</p> <p><input type="checkbox"/> Individual(s) with citizenship of: <input type="checkbox"/> Association of: <input type="checkbox"/> General Partnership of: <input type="checkbox"/> Limited Partnership of: <input checked="" type="checkbox"/> Corporation of: Canada <input type="checkbox"/> Other of:</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> yes <input type="checkbox"/> no (Designation must be a separate document from Assignment) Additional names(s) and addresses attached <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) See Schedule "B" attached hereto</p>	<p>B. Trademark Registration No.(s) See Schedule "B" attached hereto</p>
<p>Additional numbers attached? <input checked="" type="checkbox"/> yes <input type="checkbox"/> no</p>	
<p>5. Name and address of party to whom correspondence concerning documents should be mailed:</p> <p>Tony Bortolin Dennison Associates, ref. no. <u>TE-T-8317US (O-3480(O)</u> 133 Richmond Street West, Suite 301 Toronto, Ontario, CANADA M5H 2L7 PH: (416) 368-8311 x152 FX: (416) 368-1645</p>	<p>6. Total number of applications and registrations involved: [4]</p> <p>7. Total fee (37 CFR 3.41): US \$115.00</p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 040752. (Attach duplicate copy of this page if paying by deposit account)</p>
<p>DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature.</p> <p><i>To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.</i></p> <p><u>Tony Bortolin</u> <u>Nov 10</u> <u>2004</u> Name of Person Signing Signature Date</p> <p>Total no. of pages, including cover, attachments & document: <u>6</u></p>	

CH \$115.00 040752 76520833

Schedule "B"

Canadian Trademark Database

	Applcn	Regn	Mark	Status	Denn.File
01	1 034 175	TMA556,499	casarROYALE	REGISTERED	T-7310CA
04	1 034 174	TMA554,596	petsROYALE	REGISTERED	T-7309CA
05	1 180 286		ROYAL ACCENT	SEARCHED	T-8317CA
06	1 017 774	TMA552,112	ROYAL LIVING	REGISTERED	T-6764CA

US Trademark Database

	Applcn	Regn	Mark	Status	Denn.File
01	75-864742	2616305	CASARROYALE	Registered	T-7301US
02	75-864741	2718361	PETSROYALE	Registered	T-7309US
03	76-520833		ROYAL ACCENT	Action	T-8317US
04	75-859584	2703432	ROYAL LIVING	Registered	T-6764US

Assignment

This is to confirm that,

ROYAL ALLIANCE INC.,
7200 Martin Grove Road
Woodbridge L4L 9J3
Ontario, Canada
L4L 9J3
(hereinafter the "ASSIGNOR"),

in consideration of \$10.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has assigned and does hereby assign, in connection with its assignment of the portion of its existing and ongoing business to which the trademarks referred to herein pertain, to:

ROYAL GROUP TECHNOLOGIES LIMITED, (a Canada corporation) whose full post office address is 1 Royal Gate Blvd., Vaughan, Ontario L4L 8Z7, (hereinafter the "ASSIGNEE"),

the entire right, title and interest in and to


- (a) any trade-marks, trade-names and service marks consisting of or containing the term "ROYAL" or the term "GRACIOUS LIVING", including without limitation all the trade-marks, trade-mark applications, and trade-mark registrations listed in Schedule "B" hereto (all hereinafter "trade-marks");
- (b) such registrations as may issue on said application(s);
- (c) the goodwill of the business associated with said trade-marks and applications or registrations therefor;
- (d) all claims and demands arising out of any past, present or future infringement or dilution of any of the foregoing, including without limitation the right to sue for any past infringements of said trade-marks; and,
- (e) the proceeds of any and all of the foregoing;

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in and for Canada, the United States of America, and all of their territories, and all other foreign countries, the same to be held and enjoyed by said ASSIGNEE and the successors, assigns and legal representatives of the ASSIGNEE as fully and entirely as the same would have been held and enjoyed by the ASSIGNOR if this assignment and sale had not been made.

SIGNED at Vaughan, Ontario, on September 30th, 2004.

ASSIGNOR:
ROYAL ALLIANCE INC.


per: ENZO MAGGI
title: PRESIDENT

O-3480(o)

Acceptance & Designation of Domestic Representatives

In respect of any U.S. marks:

The ASSIGNEE appoints Tony Bortolin, Douglas S. Johnson, S. Warren Hall (Registration No. 30,350), Frank Farfan (Registration No. 35,773), and Neil McFater, all of 133 Richmond Street West, Suite 301, Toronto, Ontario, M5H 2L7, as ASSIGNEE's trade mark agents to prosecute such U.S. application(s), to make alterations and amendments therein, to receive the certificate(s) of registration, and to transact all business in the Trade Marks Office connected therewith.

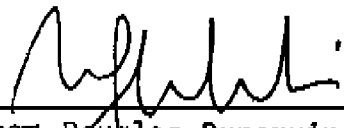
The ASSIGNEE hereby designates JAMES P. RYTHER, registration no. 20,424, (of the firm RUDNICK & WOLFE), whose full post office address is 203 North LaSalle Street, Suite 1800, Chicago, Illinois 60601-1293, as ASSIGNEE's representative upon whom notice or process in proceedings affecting the U.S. mark(s) listed in Schedule "B" hereto may be served.

In respect of any Canadian marks:

The ASSIGNEE appoints DENNISON ASSOCIATES, whose full post office address in Canada is 133 Richmond Street West, Suite 301, Toronto, Ontario, M5H 2L7, as the firm to whom any notice in respect of any proceedings in respect of the Canadian application(s) or registration(s) listed in Schedule "B" hereto may be given or served with the same effect as if they had been given or served upon the ASSIGNEE; and the undersigned appoints the said DENNISON ASSOCIATES as ASSIGNEE's trade mark agents to prosecute such application(s), to make alterations and amendments therein, to receive the certificate(s) of registration, and to transact all business in the Trade Marks Office connected therewith.

SIGNED at Vaughan, Ontario, on September 30, 2004.

ASSIGNEE:
ROYAL GROUP TECHNOLOGIES LIMITED.


per: Douglas Dunsmuir
President and Chief Executive Officer

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