

Form PTO 1594 (Rev. 03/01)

RECORDATION FORM COVER SHEET

U.S. Department of Commerce Patent and Trademark Office

(Rev. 10/02)

TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):
FILL-IT, INC.

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

Additional name(s) of conveying party(ies) attached [] Yes [X] No

3. Nature of conveyance:

- Assignment
Merger
Security Agreement
Change of Name
Other

Execution Date: November 16, 2004

2. Name and address of receiving party(ies):

Name: ALBERT S. CAIN

Internal Address:

Street Address: 692 Chippewa Drive

City: Naperville State: IL Zip: 60563

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

If assignee is not domiciled in the United States, a domestic representative designated is attached: [] Yes [X] No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? [] Yes [X] No

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

A. Trademark Application No.(s)
76/525,193

B. Trademark Registration No.(s)
2,503,672

Additional numbers attached? [] Yes [X] No

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

Name: Linda A. Kuczma
Internal Address: Wallenstein Wagner & Rockey, Ltd.
Street Address: 311 South Wacker Drive, 53rd Floor
Chicago, IL 60606-6830

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$65.00

Enclosed (check No. _____)

[X] Authorized to be charged to deposit account

8. Deposit account number: 23-0280

(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.

Reg. No. 30,861 -- Linda A. Kuczma
Name and Registration No. of Person Signing

[Signature]

November 18, 2004
Date

WWR File No: 5213 T 2 & 5 Total number of pages including cover sheet, attachments, and documents: 3

CERTIFICATE OF FACSIMILE TRANSMISSION

I HEREBY CERTIFY THAT THE PRECEDING DOCUMENT AND EXECUTED TRADEMARK ASSIGNMENT ARE BEING FACSIMILE TRANSMITTED FOR RECORDING TO THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM AT THE U.S. PATENT AND TRADEMARK OFFICE AT 703-306-5995 ON NOVEMBER 18, 2004.

[Signature]
Gerianne M Flannery

213759

5213 T 002 & 005

TRADEMARK ASSIGNMENT

WHEREAS, FILL-IT, INC. a company organized under the laws of Illinois, having its principal office and place of business at 692 Chippewa Drive, Naperville, Illinois 60563 is the owner of the below-listed trademarks and the following Federal Trademark Registration and Trademark Application, namely:

<u>REGISTRATION NO.</u>	<u>TRADEMARK</u>	<u>GRANTED</u>
2,503,672	FILL IT & DESIGN	NOVEMBER 6, 2001

<u>SERIAL NO.</u>	<u>TRADEMARK</u>	<u>FILING DATE</u>
76/525,193	FILL IT	JUNE 24, 2003

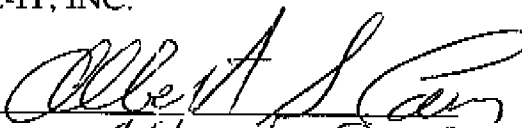
WHEREAS, ALBERT S. CAIN, an individual and citizen of the United States, having an address at 692 Chippewa Drive, Naperville, Illinois 60563 is desirous of acquiring the entire right, title and interest in, to and under the above listed trademarks and the trademark application and trademark registration thereon, including the right to recover and pursue all relief for past infringement thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, FILL-IT, INC. does hereby sell, assign, transfer and convey to ALBERT S. CAIN, his heirs, legal representatives, and assigns, the entire right, title and interest in, to and under the foregoing trademarks and trademark application and registration thereon, together with the right to recover and pursue all relief for past infringement of the trademarks and registration, and the goodwill of the business symbolized by the trademarks.

IN TESTIMONY WHEREOF, FILL-IT, INC. has caused this document to be signed by an authorized officer thereof.

FILL-IT, INC.

Date: 11/16/04

By 
Name: Albert S. Cain
Title: President

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