

Form PTO-1594
(rev 06/04)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U. S. Department of Commerce
Patent and Trademark Office

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies)/Execution Date(s):

McCormick Delaware, Inc.

- Individual(s)
- General Partnership
- Corporation
- Other :

Citizenship Delaware

Execution Date(s) August 13, 2003

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

2. Name and Address of receiving party(ies)

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

Name: Kerr Group, Inc.

Internal Address: _____

Street Address: 1706 Hempstead Road

City: Lancaster

State: Pennsylvania

Country: USA Zip: 17601

Association - Citizenship _____

General Partnership - Citizenship _____

Limited Partnership - Citizenship _____

Corporation - Citizenship Delaware

Other _____

Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No.

3. Nature of conveyance:

- Assignment
- Security Agreement
- Government Interest Assignment
- Other: Release of Security Agreement
- Merger
- Change of Name

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

A. Trademark Application No(s).

B. Trademark Registration No(s).

1401239

Additional numbers attached? Yes No

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

Bruce Goldner, Esq.
 SKADDEN, ARPS, SLATE, MEAGHER
 & FLOM LLP
 Four Times Square
 New York, New York 10036
 Tel: (212) 735-2972
 Fax: (917) 777-2972
 bgoldner@skadden.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 1.21(h) and 3.41) \$ 40

All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 033460/5)

8. Payment Information

Deposit Account No. 19-2385

Authorized user Name: Faith C. Robinson

9. Signature.



Signature

January 27, 2005

Date

Bruce Goldner, Esq.

Name of Person Signing

Total number of pages including cover sheet, and documents:

4

CH \$40.00 192385 1401239

Aug-12-03 03:47pm From-

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T-890 P.02/04 F-170

TRADEMARK ASSIGNMENT

This Trademark Assignment, dated as of August 13th 2003 is made by McCormick Delaware, Inc., a Delaware corporation ("Assignor"), in favor of Kerr Group, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor is the owner of the trademarks and trademark registrations identified on Schedule A attached hereto (hereinafter collectively, the "Trademarks"); and

WHEREAS, Assignee is desirous of acquiring the Trademarks; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, transfer, convey and assign unto Assignee Assignor's entire right, title and interest in and to the Trademarks, in the United States and all jurisdictions outside the United States, together with the goodwill of the business appurtenant thereto and which is symbolized thereby, including the right to apply for trademark registration outside the United States based in whole or in part upon said Trademarks, and the right to renew the trademark registration included in the Trademarks, and every priority right that is or may be predicated upon or arise from said Trademarks, to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives to be used as fully and entirely as said rights would have been held and enjoyed by Assignor if this assignment and sale had not been made.

Aug-12-03 03:48pm From-

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T-880 P.04/04 F-170

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed by its proper officer thereunto duly authorized, as of the date first above written.

ASSIGNOR:

MCCORMICK DELAWARE, INC.

By: *Joan L. Dobrzynski*

Name: JOAN L. DOBRZYNSKI

Title: ASSISTANT SECRETARY

STATE OF Delaware }
COUNTY OF New Castle } ss:

Before me, the undersigned, a Notary Public of the State of Delaware, personally appeared Joan L. Dobrzynski, having been sworn by me according to law did depose and say she was the Assistant Secretary of McCormick Delaware, Inc. (the "Assignor") and did acknowledge the execution of the foregoing Trademark Assignment on behalf of said Assignor.

WITNESS my hand and notarial seal this 12 day of August, 2003.

Karen M. Humphrey
Notary Signature

NOTARY SEAL



KAREN M. HUMPHREY
Notary Public, State of Delaware
My Commission Expires August 25, 2005

My Commission Expires: _____

Aug-12-03 09:47pm From

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T-880 P-09/04 F-170

SCHEDULE A

1. Trademark



2. Registered Trademark

Mark	Serial No.	Filing Date	Reg. No.	Reg. Date	Country
SETCO & Design	73568976	11/18/85	1,401,239	7/15/86	U.S.