

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Submission is to correct an error in a previously recorded cover sheet on Reel 1356/Frame 0649. The correction of registration number from 1872062 to 1877062.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
W.R. Grace & Co.-Conn.		03/21/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	Marathon Corporation
Street Address:	621 North 31st Street
City:	Birmingham
State/Country:	ALABAMA
Postal Code:	35203
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1872062	PRINCE ISLAND APPAREL

CORRESPONDENCE DATA

Fax Number: (617)234-7508
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 6178761400
 Email: gpcus.trademarks@grace.com
 Correspondent Name: William L. Baker
 Address Line 1: 62 Whittemore Avenue
 Address Line 4: Cambridge, MASSACHUSETTS 02140

NAME OF SUBMITTER:	William L. Baker
Signature:	/wlb/
Date:	03/22/2005

CH \$40.00 1872062

Total Attachments: 10

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03/21/2005
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<p>Fax Number: (617)234-7508 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i></p> <p>Phone: 617-876-1400 Email: gpcus.trademarks@grace.com Correspondent Name: W.R. Grace & Co.-Conn. Address Line 1: 62 Whittemore Ave Address Line 2: Patent Dept Address Line 4: Cambridge, MASSACHUSETTS 02140</p>															
NAME OF SUBMITTER:		William L. Baker													
Signature:		/wlb/													
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CH \$40.00 1872062

Total Attachments: 4

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings $\Rightarrow \Rightarrow \Rightarrow \nabla$

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

1. Name of conveying party(ies):

Advanced Oxygen Technologies, Inc.
2000 Powell Street 12th Floor
Emeryville, California 94608

- 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: April 28, 1995

2. Name and address of receiving party(ies)

Name: W. R. Grace & Co.-Conn.

Internal Address: _____

Street Address: 1114 Avenue of the Americas

City: New York State: N.Y. ZIP: 100

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Connecticut
- 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 patent number(s):

A. Trademark Application No.(s)

74/540,854 - filed 6/11/94

B. Trademark Registration No.(s)

1,692,393; 1,598,022; 1,614,426;
1,623,049; 1,731,969; 1,870,158;
1,872,062

Additional numbers attached? Yes No

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

Name: J. Dana Hubbard

Internal Address: W. R. Grace & Co.-Conn.

Street Address: 55 Hayden Avenue

City: Lexington State: MA ZIP: 02173

6. Total number of applications and registrations involved: _____

8

7. Total fee (37 CFR 3.41).....\$ 215.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07-1756

(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.

John Dana Hubbard
Name of Person Signing

[Signature]
Signature

5/11/95
Date

TRADEMARK AND TRADE NAME ASSIGNMENT

THIS TRADEMARK AND TRADE NAME ASSIGNMENT (the "Assignment") is made and entered into as of this 28th day of April, 1995, ("Effective Date"), by and between W. R. Grace & Co.-Conn., a Connecticut corporation, with an office at 1114 Avenue of the Americas, New York, New York 10036 ("Assignee"), and Advanced Oxygen Technologies, Inc. with its principal office at 2000 Powell Street, 12th Floor, Emeryville, California 94608 ("Assignor").

WHEREAS, Assignor and Assignee are parties to that certain Patent Rights Purchase Agreement dated as of February 15, 1995, pursuant to which Assignor has agreed to sell to Assignee Assignor's patents, patent applications, inventions, improvements on such made within one year of the date of this agreement, associated technology and knowhow, trademarks and tradenames, as well as all licenses, agreements and commitments associated with any of the above and which relates to oxygen scavenging, oxygen separation, oxygen generation and oxygen control .

WHEREAS, Assignor is the owner of the trademarks and the United States trademark registrations and applications for registration identified and set forth on Schedule (collectively, the "Marks"), and various trade names, (collectively, the "Trade Names"), and the goodwill of the business associated therewith; and

WHEREAS, Assignee wishes to acquire and Assignor wishes to assign the entire right, title and interest in and to the Marks and the Trade Names together with the goodwill of the business in connection with which the Marks and the Trade Names are used.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to Assignee the entire right, title and interest in and to the Marks and the Trade Names together with the goodwill of the business in connection with which the Marks and the Trade Names are used, and all registrations and applications therefor, in the United States and for all foreign countries, including any renewals and extensions of the registrations that are or may be secured under the laws of the United States and all foreign countries, now in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of

Assignee's successors, assigns or other legal representatives, 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; together with all income, royalties or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks and the Trade Names, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives. Assignor requests the Commissioner of Patents and Trademarks to record Assignee as the Assignee and owner thereof.

Assignor shall provide to Assignee, its successors, assigns or other legal representatives, reasonable cooperation and assistance at Assignee's request and expense (including the execution and delivery of any and all affidavits, declarations, oaths, samples, exhibits, specimens and other documentation as may be reasonably required) in the implementation or perfection of this Assignment.

IN TESTIMONY WHEREOF, the Assignor and Assignee have caused this Assignment to be signed and executed by the undersigned officers thereunto duly authorized this 18th day of April, 1995.

ADVANCED OXYGEN TECHNOLOGIES, INC.

Name: Arnold A. Kopetz

Title: CEO and Chairman

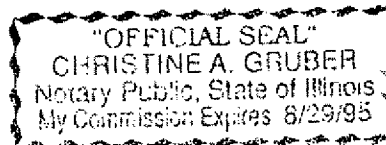
STATE OF Illinois)

COUNTY OF Frank) ss.

On this 18th day of April, 1995, there appeared before me Arnold A. Kopetz, personally known to me, who acknowledged that he signed the foregoing Assignment as his voluntary act and deed on behalf and with full authority of ADVANCED OXYGEN TECHNOLOGIES, INC.

Christine A. Gruber

Notary Public



vdh\agreements\tradenam.doc

TRADEMARKS

Country	Mark	Application No.	Filing Date	Registration No.	Class
U.S.	SMARTCAP	74/067,632	06/11/90	1,692,393	06
	SMARTCAP	74/540,854	06/11/94	N/A	20
	LOGLIFE			1,598,022	01
	AQUANAUTICS			1,614,426	42
	CIRCULAR DESIGN			1,623,049	42
	SMARTMIX	74/1501740	03/21/91	1731969	01
	ADVANCED OXYGEN TECHNOLOGIES	74/469,882	12/15/93	1,870,158	42
	ADVANCED OXYGEN TECHNOLOGIES	74/469,994	12/15/93	1,872,062	42

Correct Reg #
should be
1,877,062

Walter L Baker
March 21, 2005

JDM:MICHAEL:TECH:JDM