

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fleet Capital Corporation	FORMERLY Summit Business Capital Corp.	02/11/2005	CORPORATION: RHODE ISLAND

RECEIVING PARTY DATA

Name:	Wells Fargo Business Credit, Inc.
Street Address:	119 West 40th Street
City:	NEW YORK CITY
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1008437	JACK & JILL
Registration Number:	1008844	JACK & JILL
Registration Number:	2519227	SPIN
Registration Number:	1957425	FAST-N EASY
Registration Number:	0810717	SEA MIST

CORRESPONDENCE DATA

Fax Number: (202)728-0744
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2027216405
 Email: christine.wilson@t-t.com
 Correspondent Name: Thomson & Thomson
 Address Line 1: 1750 K Street, NW
 Address Line 2: Suite 200
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

CH \$140.00 1008437

NAME OF SUBMITTER:	CHRISTINE WILSON
Signature:	/CHRISTINE WILSON/
Date:	04/21/2005
Total Attachments: 3 source=manhattan tm#page1.tif source=manhattan tm#page2.tif source=manhattan tm#page3.tif	

Trademark Assignment

This Assignment made this 11th day of February, 2005, between the Fleet Capital Corporation formerly known as Summit Business Capital Corp. (the "Original Assignee") and Wells Fargo Business Credit, Inc. (the "New Assignee").

Whereas, the Original Assignee is party to a certain Assignment Agreement dated May 9, 2001, (the "Security Agreement") pursuant to which Manhattan Products, Inc. (the "Borrower") granted to the Original Assignee a security interest in certain assets of the Borrower described in the Security Agreement and identified in Exhibit A attached hereto:

Whereas, effective February 11, 2005, the New Assignee acquired a portfolio of business loans from the Original Assignee and included among the acquired loans were one or more loans to the Borrower;

Whereas, effective February 11, 2005, the Original Assignee assigned all of its rights, title and interests in the loan documents between the Borrower and the Original Assignee to the New Assignee, including, without limitation, the Security Agreement;

Now, Therefore, for good and valuable consideration, the receipt of which is hereby acknowledged, this will confirm that Original Assignee has sold, assigned and transferred to the New Assignee, its successors or assigns, all right, title and interest of the Original Assignee in and to a certain security interest and debt thereto issued to the Original Assignee from the Borrower, as described more fully in the Security Agreement, pursuant to that certain Purchase and Sale Agreement dated as of February 11, 2005.

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IN WITNESS WHEREOF, the Original Assignee has caused this Assignment to be duly executed by its officer thereunto duly authorized as of this 11th day of February 2005.

FLEET CAPITAL CORPORATION

By: 

Name: Frank P. Johnston

Title: Executive Vice President,
Group Manager


NOTARIAL ACKNOWLEDGEMENT

STATE OF NEW JERSEY)

) ss.:

COUNTY OF UNION)

On this 11th day of February, 2005, before me personally appeared Frank P. Johnston, to me known, who, being by me duly sworn, did depose and say that (s)he is the Executive Vice President, Group Manager of Fleet Capital Corporation, Inc., the Original Assignee described in and which executed the foregoing instrument; and that he signed his name thereto pursuant to the authorization of said Original Assignee.



~~Notary Public~~

THOMAS P. DUCROW
An Attorney at Law of
the State of New Jersey

EXHIBIT A

List of Trademarks

Trademark Name	Registration Number	Registration Date	Reel/Frame
Sea Mist	0,810,717	July 5, 1966	2304/0481
Fast-N-Easy	1,957,425	February 20, 1996	2304/0481
Spin	2,519,227	December 18, 2001	2304/0481
Jack & Jill	1,008,844	April 15, 1975	2304/0481
Jack & Jill	1,008,437	April 8, 1975	2304/0481