

12-05-2005

SHEET

Docket No.:

TRAD



RKS ONLY

316-0

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12-1-05

To the Director of the United States P

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ie attached original documents or copy thereof.

1. Name of conveying party(ies):

SJP Corp., c/o Simmons Juvenile Products Company, Inc.

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: November 18, 2005

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

Name: Delta Enterprise Corp.

Internal Address:

Street Address: 114 West 26th Street, 6th Floor

City: New York State: NY ZIP: 10001

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark / Service Mark Application No.(s)

B. Trademark / Service Mark Registration No.(s)

834,333
2,136,983

Additional numbers Yes No

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

Name: A. Thomas Kammer

Internal Address: Hoffmann & Baron, LLP

Street Address: 6900 Jericho Turnpike

City: Syosset State: NY ZIP: 11791

6. Total number of applications and registrations involved:

2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2461

I hereby certify this correspondence is being deposited with the U.S. Postal Service as first class mail, to be held in an envelope addressed to the Commissioner, RKS Trademarks, PO Box 1451, Alexandria, VA 22313-1451.
Date: 11/21/05 Signature: [Signature]

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 copies are a true copy of the original document.

A. Thomas Kammer

Name of Person Signing

[Signature]

Signature

11/29/2005

Total number of pages including cover sheet, attachments, and

5

Mail documents to be recorded with required cover sheet information to:
Mail Stop Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 003265 FRAME: 0047

12/02/2005 0000014

01 FC:0821
02 FC:0822

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, SJP CORP., C/O SIMMONS JUVENILE PRODUCTS COMPANY, INC., a corporation organized under the laws of State of Delaware (hereinafter "SJP") and presently having a place of business at 301 Route 17 North, Rutherford, New Jersey, is the owner of the trademarks and the United States Trademark Registrations set forth on the attached Schedule A (hereinafter referred to as the "Trademarks");

WHEREAS, DELTA ENTERPRISE CORP., a New York corporation having a place of business at 114 West 26th street, 6th Floor, New York, New York 10001 (hereinafter "DELTA ENTERPRISE"), is desirous of acquiring all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof set forth on the attached Schedule A; and

WHEREAS, it is desired that the assignment of the Trademarks listed on the attached Schedule A be made a matter of record in the United States Trademark Office,

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, SJP hereby sells, assigns, transfers and conveys unto DELTA ENTERPRISE all of its right, title and interest in and to the Trademarks set forth on the attached Schedule A, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of this Assignment, together with the goodwill of the business symbolized by the Trademarks, and including the registrations thereof as set forth on the attached Schedule A, and further, SJP hereby covenants, agrees and undertakes to execute all applications, assignments, lawful oaths and any other papers which DELTA ENTERPRISE may deem necessary or desirable for securing to DELTA ENTERPRISE or for maintaining for DELTA ENTERPRISE the Trademarks hereby assigned, all without further compensation to SJP, at the sole cost and expense of DELTA ENTERPRISE.

SCHEDULE A

REGISTRATION NO.	MARK	REGISTRATION DATE
834,333	LITTLE FOLK'S	08/29/1967
2,136,983	CRIB 'N' MORE	02/17/1998