

07-19-2006

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (ex p. 6/30/2005)



U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

103276829

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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):

Natural Science Industries, Ltd.

- Individual(s)
- General Partnership
- Corporation-State
- Other: LTD.
- Association
- Limited Partnership

Citizenship (see guidelines) New York

Execution Date(s) 08/05/2005

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: GMAC Commercial Finance LLC

Internal Address: _____

Street Address: 1290 Avenue of the Americas

City: New York

State: New York

Country: USA

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other L.C Citizenship DELAWARE

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) N/A

B. Trademark Registration No.(s) SEE SCHEDULE A ANNEXED HERETO

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)

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

Name: Helen M. Linehan

Internal Address: Otterbourg, Steindler, Houston & Rosen, P.C.

Street Address: 230 Park Avenue

City: New York

State: NY

Zip: 10169

Phone Number: 212-661-9100 X 890

Fax Number: 917-368-7111

Email Address: hlinehan@oshr.com

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$215.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

- a. Credit Card Last 4 Numbers _____
Expiration Date _____
- b. Deposit Account Number _____
Authorized User Name: _____

9. Signature:

Helen M. Linehan
Signature

7/18/06
Date

07/20/2006 DBYRNE 00000002 75480815

01 FC:8521
02 FC:8522

Helen M. Linehan
4099081
Signature of Person Signing

Total number of pages including cover sheet, attachments, and document. 8

Document to be recorded (including cover sheet) should be faxed to (703) 306-6995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 003369 FRAME: 0039

7-9-06

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2006 JUL 19 AM 11:16
ASSIGNMENTS DIV

SCHEDULE A

TRADEMARKS

Trademark	Serial #	Registration #
Design Logo in shape of a Person	75480815	2346456
Magic Needlepoint	75411690	2276656
Play*Learn*Create	75645685	2354957
Stamp and Stencil Fabric Painting	75538294	2284265
UFA United Fishing Association	75585553	2337788
Bathroom Graffiti	75559133	2289016
Crystal Mosaics	75538350	2330321
NSI Innovations	76105843	2696292

ASSIGNMENT OF TRADEMARKS

WHEREAS, Natural Science Industries, Ltd., a corporation organized and existing under the laws of the State of New York, having its chief executive offices at 105 Price Parkway, Farmingdale, New York 11735 (the "Assignor"), has adopted and used and is using the trademarks identified on the Schedule A hereto (collectively, the "Marks"), and is the owner of the registrations of, and pending registration applications for, the Marks in the United States Patent and Trademark Office ("PTO") identified on such Schedule A; and

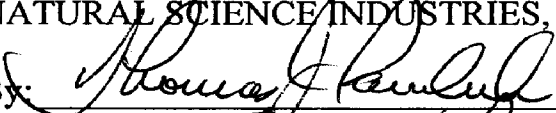
WHEREAS, GMAC Commercial Finance LLC, a limited liability company organized and existing under the laws of the State of Delaware having a place of business at 1290 Avenue of the Americas, New York, New York 10104 (the "Assignee"), is desirous of acquiring the Marks and the registrations thereof and registration applications therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign, sell and transfer unto the Assignee all right, title and interest in and to the Marks, together with (a) all such registrations and recordings of, and registration applications for, the Marks as may at any time be filed in the PTO or any similar office in the United States, any State thereof or any other country, together with all rights and interests arising under applicable law with respect to the use thereof, (b) all goodwill associated with the Marks, (c) all income, fees, royalties and other payments at any time due or payable to Assignor with respect thereto, and (d) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of, or damage or injury to, the Marks or the registrations.

This Assignment of Trademarks is intended to and shall take effect as a sealed instrument at such time as the Assignee shall confirm its acceptance of this Assignment of Trademarks below.

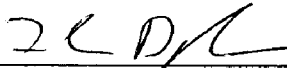
IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this assignment, as an instrument under seal, on this 5th day of August, 2005.

NATURAL SCIENCE INDUSTRIES, LTD.

By: 
Name: Thomas J. Pauluk
Title: President

The foregoing assignment by the Assignor to the Assignee of the Marks, the registrations thereof and registration applications therefor, and the other rights and interests assigned hereby is hereby accepted as of the 5th day of August, 2005.

GMAC COMMERCIAL FINANCE LLC

By: 
Name: Frank D'Aglio
Title: Director

SCHEDULE A**TRADEMARKS**

Trademark	Serial #	Registration #
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