

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Whaling Mfg. Co., Inc. (also known as Whaling Manufacturing Company, Inc.)		07/21/2008	CORPORATION: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	Whaling Distributors, Inc.		
Street Address:	451 Quarry Street		
City:	Fall River		
State/Country:	MASSACHUSETTS		
Postal Code:	02723		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1319471	NEWPORT HARBOR	
Registration Number:	2189971	NEWPORT HARBOR	
Registration Number:	2285443	NEWPORT H A R B O R	
CORRESPONDENCE DATA			
Fax Number:	(401)861-1953		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	401-421-3141		
Email:	rsalter@saltermichaelson.com		
Correspondent Name:	Robert S. Salter		
Address Line 1:	321 South Main Street - 5th Floor		
Address Line 2:	SALTER & MICHAELSON		
Address Line 4:	Providence, RHODE ISLAND 02903-7128		
ATTORNEY DOCKET NUMBER:	WHALING TM ASGMT		

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NAME OF SUBMITTER:	Robert Salter
Signature:	/Robert Salter/
Date:	12/22/2008
Total Attachments: 4 source=Assignment 07-21-2008#page1.tif source=Assignment 07-21-2008#page2.tif source=Assignment 07-21-2008#page3.tif source=Assignment 07-21-2008#page4.tif	

ASSIGNMENT OF TRADEMARKS

WHALING MANUFACTURING COMPANY, INC., a Massachusetts corporation (the "Assignor"), is the owner of the trademarks, tradenames and the applications and registrations therefore, specifically set forth on the attached Schedule A (collectively, the "Trademarks"); and

WHEREAS, WHALING DISTRIBUTORS, INC. a Delaware corporation (the "Assignee"), desires to acquire the entire right, title and interest, in and to said Trademarks.

NOW, THEREFORE, effective immediately by this document (the "Assignment") and for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer, and set over to Assignee, for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns, and other legal representatives as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, Assignor's entire right, title and interest in and to the Trademarks, and any renewals thereof, together with the good will symbolized by and associated with each of the Trademarks, and all income, royalties, damages, and payments now or hereafter due or payable in respect thereto, and in and to all causes of action (either in law or in equity) and the right to sue, counterclaim and recover for past, present, and/or future infringement, damages, or other unauthorized use of the rights assigned to Assignee under this Assignment.

Assignor authorizes and requests the U.S. Patent and Trademark Office, or any foreign equivalent thereof, to record Assignee as owner of the Trademarks as assignee of the

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entire right, title and interest in, to and under the same, for the sole use and enjoyment of Assignee, its successors, assigns or other legal representatives.

Assignor hereby agrees to execute any and all papers, and to perform such other proper acts, as may be reasonably necessary to secure to Assignee, or to its successors or assigns, the rights hereby transferred.

This Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

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WHEREFORE, Assignor and Assignee have caused this Assignment to be duly executed below on the dates indicated by their duly authorized officers.

WHALING MANUFACTURING COMPANY, INC.
("Assignor")

By: James Pavao
Name: James Pavao
Title: President
Date: July 21, 2008

WHALING DISTRIBUTORS, INC.
("Assignee")

By: Thomas F. Savage
Name: Thomas F. Savage
Title: Pres.
Date: July, 21, 2008

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SCHEDULE A

Trademark Schedule

Federal U.S. Trademark Registrations

1. "Newport Harbor", Registration Number 2285443, Serial Number 75560992.
2. "Newport Harbor", Registration Number 2189971, Serial Number 75272295.
3. "Newport Harbor", Registration Number 1319471, Serial Number 73450620.

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