

11-28-2001



DEPARTMENT OF COMMERCE Patent and Trademark Office
COVER SHEET PURSUANT TO TRADEMARK RULE 3.38
FILED (With Statement and Signature)

101902465

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

1. Name of conveying party(ies): 11/14/01
HB Office Products Inc. a Delaware Corporation

2. Name and address of receiving party(ies)
Allied Office Supplies, Inc., a Delaware Corporation,
1013 Centre Road, Wilmington, DE

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: November 13th, 2001

4. Each application number or registration number against which the document is to be recorded:
A. Trademark/Service mark Application(s): none

B. Trademark/Service mark Registration(s):
REGISTRATION N^o 2355692 MARK ALLIED YOUR OFFICE PARTNER (and Design)

5. Name and address of the party to whom correspondence concerning document should be mailed:
Jeffrey Barton Cahn
SILLS CUMMIS RADIN
TISCHMAN EPSTEIN & GROSS, P.A.
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Newark, NJ 07102-5400
(973) 643-5858
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email: jcahn@sillscummis.com

6. Total number of applications and registrations identified in Cover Sheet:
1

7. Total Fee (37 C.F.R. 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number:
N^o 03-1250.

11/27/2001 AMMED1 00000040 031250 2355692
FC:481 40.00 CH

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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.

Name of Person signing: (Signature of person submitting Cover Sheet and Submitting Fee):
JEFFREY BARTON CAHN JEFFREY BARTON CAHN

Dated: November 14, 2001

Total number of pages comprising this Cover Sheet: 1

RECORDABLE ASSIGNMENT OF REGISTERED TRADEMARK

REGISTRANT/ASSIGNOR: HB Office Products Inc. DE corporation

ASSIGNEE: Allied Office Supplies, Inc. DE Corporation (by name change)

WHEREAS, HB Office Products Inc., a Delaware Corporation, 1013 Centre Road, Wilmington, DE, which on August 11, 1998 duly and properly under the law of the State of Delaware, changed its corporate name to Allied Office Supplies, Inc., a Delaware Corporation did, on November 13th , 2001 assign, absolutely and without recourse, all of its right, title and interest, including the good will and the business associated with a certain United States registered trademark for services stated to be in International Class 35, to wit: **ALLIED YOUR OFFICE PARTNER (and Design)**® Registration N^o 2355692 [hereinafter, the "Mark"], a copy of the current content of the United States Patent and Trademark Office T.E.S.S. electronic database for which is attached hereto and made a part hereof, to Allied Office Supplies, Inc., a Delaware Corporation, 1013 Centre Road, Wilmington, DE ; and

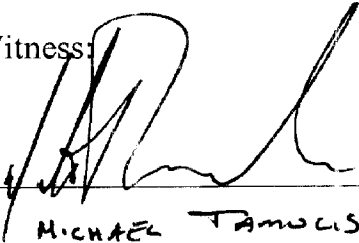
WHEREAS, these parties desire to formalize and reaffirm the said assignment of the Marks and to provide for the recordation of the assignment of each such mark in the United States Patent and Trademark Office and on the records thereof and wherever else such recording might be appropriate;

NOW, THEREFORE, in consideration of the sum of One (\$1.00) Dollar and other good and valuable consideration paid by Allied Office Supplies, Inc. to HB Office Products Inc. a Delaware Corporation, the receipt of which is hereby acknowledged, the Assignor, HB Office Products Inc. a Delaware Corporation hereby ratifies, and reaffirms the aforesaid Assignment to Allied Office Supplies, Inc., a Delaware Corporation of the Mark and United States Patent and Trademark Office Registration for such Mark as stated above in International Class 35 together with Assignor's good

will and business associated with the Mark and the Assignor's entire right, title and interest in and to the said aforementioned registered Mark and United States Patent and Trademark Office registration, including but not limited to the right to sue for prior infringements.

IN WITNESS WHEREOF, the Assignor has intentionally executed and delivered this Instrument of Assignment on this 13th day of November 2001 with the intention and understanding that it will be recorded in the United States Patent and Trademark Office and wherever else may be required to effectuate its stated terms and intent.

Witness:


MICHAEL TANCUS


HB Office Products Inc.

By:


HOWARD L BROWN

Title: Chief Executive Officer

Sworn and subscribed to before me this 13th day of November, 2001.



ANN MARIE MCAULEY
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 5/6/2002