



**ASSIGNMENT OF U.S. TRADEMARKS**

WHEREAS, FOILMARK, INC. (Assignor), a Delaware corporation, having its principal offices at 5 Malcolm Hoyt Drive Newburyport, MA 01950 is using and is the owner of the marks on Schedule A attached hereto which include those marks now registered in the United States Patent and Trademark Office and/or those trademarks in common law use;

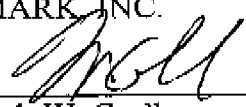
WHEREAS, IMTRAN INDUSTRIES, INC. (Assignee), a Delaware corporation, having its principal offices at 5 Malcolm Hoyt Drive Newburyport, MA 01950 is desirous of acquiring said marks;

Now, therefore, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee, and its successors in interest, all right, title and interest in and to said marks, together with the goodwill of the business symbolized by said marks and registrations thereof, and including all common-law and other rights in said marks, all claims, demands and causes for action, both at law and in equity, that Assignor may have, or may hereinafter acquire, on account of any infringement of said marks prior to the date hereof, and does hereby empower Assignee, and its successors in interest, to sue for and collect the same, to its and their own and absolute use.

IN WITNESS WHEREOF, the undersigned, being duly authorized and acting on behalf of Assignor, does hereby execute this assignment nunc pro tunc to have taken effect on the 18th day of May, 2001.

3/19/02

FOILMARK, INC.

  
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By: Mark W. Croll  
Title: Vice President

**SCHEDULE A**

<u>Mark</u>	<u>Reg. No.</u>
IMTRAN	2,196,874