

02-15-2002

SUBSTITUTE FORM PTO 1594
1-31-92

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101984419

To the Honorable Commissioner of P

attached original documents or copy thereof.

1. Name of conveying party(ies):

Erno Laszlo, LLC

2-7-02

- Individual(s)
- General Partnership
- Corporation
- Other New York Limited Liability Company
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached Yes No

3. Nature of Conveyance:

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

Execution Date: December 28, 2001

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

Cradle Holdings, Inc.
c/o Fox Paine & Company LLC
950 Tower Lane, Suite 1150
Foster City, California 94404

FEB -

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation: Delaware
- Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & addresses attached? Yes No

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

A. Trademark Application No.(s):

B. Trademark Reg. No.(s): 583079; 583080; 583081; 583082;
589497; 607469; 607471; 843809; 1348837

Additional numbers attached Yes No

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

Harriet E. Perkins, Esq.
Drinker Biddle & Reath LLP
One Logan Square
18th and Cherry Streets
Philadelphia, PA 19103-6996

Attorney Docket No. 158449

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41) \$240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number:

DO NOT USE THIS SPACE

9. 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.

HARRIET E. PERKINS

Name of Person Signing

Signature

January 14, 2002

Date

Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

02/14/2002 JMWELLES 0:000023 583079

01 FEB:481 40.00 OP
02 FEB:492 200.00 OP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, ERNO LASZLO, LLC, a New York limited liability company, with offices at 32-02 Queens Blvd., Long Island City, NY 11101 (hereinafter "ERNO LASZLO"), 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, CRADLE HOLDINGS, INC. a Delaware corporation, with offices at c/o Fox Paine & Company LLC, 950 Tower Lane, Suite 1150, Foster City, CA 94404 (hereinafter "CRADLE"), 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, ERNO LASZLO hereby sells, assigns, transfers and conveys unto CRADLE 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, ERNO LASZLO hereby covenants, agrees and undertakes to execute all applications, assignments,

lawful oaths and any other papers which CRADLE may deem necessary or desirable for securing to CRADLE or for maintaining for CRADLE the Trademarks hereby assigned, all without further compensation to ERNO LASZLO, at the sole cost and expense of Cradle.

ERNO LASZLO LLC
By: Mana Products, Inc.
its Managing Member

By: *Lawrence Weinstein*
Name:
Title:

STATE OF NEW YORK :
NEW YORK COUNTY : SS

BEFORE ME, the undersigned Notary Public, on this 28th day of December, 2002 personally appeared Lawrence Weinstein personally known to me (or proven to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument as Managing Member of ERNO LASZLO, LLC, the company therein named, and acknowledged to me that the instrument was signed on behalf of said company pursuant to appropriate authority for the purposes therein set forth and intending that this instrument be recorded.

[SEAL]

Notary Public in and for
the State of New York

My Commission Expires

Ronald G. Grant

Printed or stamped name of notary

RONALD G. GRANT
Notary Public, State of New York
No. 01GR6064247
Qualified in Kings County
Certificate Filed in New York County
Commission Expires September 24, 2005

SCHEDULE A

REGISTRATION NO.	MARK	REGISTRATION DATE
0583,079	PHELITYL (Stylized)	December 1, 1953
0583,080	PHELITONE (Stylized)	December 1, 1953
0583,081	DUO-PHASE (Stylized)	December 1, 1953
0583,082	Design (Woman's Face)	December 1, 1953
0589,497	SEA-MUD (Stylized)	May 4, 1954
0607,469	CONTROLLING (Stylized)	June 6 1955
0607,471	NORMALIZER SHAKE-IT (Stylized)	June 6 1955
0843,809	ERNO LASZLO	February 6 1968
1,348,837	ERNO HYDRAPHEL LASZLO (Stylized)	July 16, 1985

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RECORDED: 02/07/2002

TRADEMARK
REEL: 002444 FRAME: 0138