



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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

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

1. Name of conveying party(ies):

Amherst FiberOptics, Inc

10-17-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other Delaware

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Nunc Pro Tunc Assignment

Execution Date: 10-17-02

2. Name and address of receiving party(ies)

Name: Amherst Holding Co.

Internal Address:

Street Address: 300 Delaware Avenue, Suite 553

City: Wilmington State: DE Zip: 19801

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

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) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) See Attachment A

B. Trademark Registration No.(s) See Attachment A

Additional number(s) attached Yes No

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

Name: Holly M. Ford

Internal Address: Banner & Witcoff, Ltd.

Street Address: 1001 G Street, NW

City: Washington State: DC Zip: 20001

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

19-0733

DO NOT USE THIS SPACE

9. Signature.

40.00 CH 75.00 CH

Holly M. Ford

Name of Person Signing

Signature

Date 10/17/02

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

10/24/2002 01 FC:8521 02 FC:8522

Attachment A to the Nunc Pro Tunc Assignment

U.S. Registration No. 2594282 for SMARTSLEEVE;

U.S. Registration No. 2594281 for SCANSLEEVE;

U.S. Serial No. 76350623 for RECOSLEEVE;

U.S. Serial No. 76350624 for THE HOT STRIPPER

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NUNC PRO TUNC ASSIGNMENT

WHEREAS, Amherst FiberOptics, Inc., a Delaware corporation, located at 750 Old Hickory Blvd. Brentwood, TN 37027 (hereinafter "Assignor"), is the owner of the U.S. Registrations listed on Attachment A; and

WHEREAS, at least as early as March 26, 2001, Assignor sold, assigned and transferred all of its right, title and interest in and to marks listed on Attachment A to Amherst Holding Co., a Delaware corporation, located and doing business at 300 Delaware Avenue, Suite 553, Wilmington, Delaware 19801 (hereinafter "Assignee"); and

WHEREAS, the parties are desirous of ratifying and confirming said sale, assignment and transfer of all right, title and interest in and to said marks and the goodwill symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt of and sufficiency which are hereby acknowledged, Assignor has assigned and hereby sells, assigns, transfers and sets over to Assignee, nunc pro tunc as at least as early as March 26, 2001, the entire right, title, interest in and to the marks on Attachment A together with the goodwill of the business connected with the trademarks the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

ASSIGNOR further assigns to ASSIGNEE all right to sue for and receive all damages accruing from past infringements of these trademarks herein assigned.

This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under direction, and all those in privity therewith.

Amherst FiberOptics, Inc.

By: Barbara S. Person

(Signature)

Name: Barbara S. Person

(Please print or type)

Date: 10/17/02

Title: VP: Treas.

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