

Form PTO 1584  
(Rev. 8-93)  
OMB No. 0651-0011 (exp. 4/94)

# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
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):

**CARNIVAL CREATIONS, INC.**

- Individual(s)
- General Partnership
- Corporation - New York
- Other

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

3. Nature of conveyance:

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

Execution Date: September 25, 2003

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

Name: **NATIONAL MILL INDUSTRY, INC.**

Address: **500 Commerce Road  
Linden, NJ 07036**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - New York
- 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 Applications

Mark	Serial No.
GIVE N' TAKE	1,566,032
CARNIVAL	2,020,106

B. Trademark Registrations

Mark	Reg. No.
GIVE N' TAKE	1,566,032
CARNIVAL	2,020,106

Additional numbers attached?  Yes  No

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

Name: Darby & Darby P.C.

Street Address: Post Office Box 5257

City: New York State: New York Zip: 10150-5257

**OUR REF. NO.: 01637/B005294-000**

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41):.....\$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 04-0100

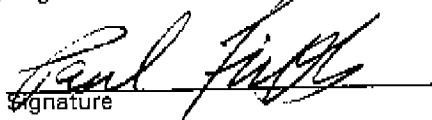
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.*

Paul Fields  
Name of Person Signing

Signature



February 10, 2004

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

2

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

TRADEMARK

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**TRADEMARK ASSIGNMENT**

WHEREAS, **CARNIVAL CREATIONS, INC.**, a corporation organized and existing under and by virtue of the laws of the State of New York, and having a place of business at 500 Commerce Road, Linden, New Jersey 07036, hereinbelow called "Assignor", owns and has used in its business the following trademarks and trademark registrations:

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
<b>GIVE N' TAKE</b>	<b>1,566,032</b>	<b>November 14, 1989</b>
<b>CARNIVAL</b>	<b>2,020,106</b>	<b>December 3, 1996</b>

; and

WHEREAS, **NATIONAL MILL INDUSTRY, INC.**, a corporation organized and existing under and by virtue of the laws of the State of New York, and having a place of business at 500 Commerce Road, Linden, New Jersey 07036, herein below called "Assignee", is desirous of acquiring the entire right, title and interest in and to the said trademarks and trademark registrations and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has sold, assigned, transferred and by these presents does hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademarks and trademark registrations and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

**CARNIVAL CREATIONS, INC.**

Dated: 9/25/03

By:   
Name: Victor Shacalo  
Title: President