

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Triumph Pet Industries, Inc.		04/21/2006	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	IMS Trading Corporation		
<b>Street Address:</b>	34 Passaic Avenue		
<b>City:</b>	Wood-Ridge		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07075		
<b>Entity Type:</b>	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1471579	CADET	
Registration Number:	1777877	CADET	
Registration Number:	2084716	ABACUS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(973)624-7070		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	973-622-4444		
<b>Email:</b>	wheller@mccarter.com		
<b>Correspondent Name:</b>	William J. Heller		
<b>Address Line 1:</b>	100 Mulberry Street		
<b>Address Line 2:</b>	Four Gateway Center		
<b>Address Line 4:</b>	Newark, NEW JERSEY 07102		
<b>ATTORNEY DOCKET NUMBER:</b>	91095/00001 (WJH/2277)		
<b>NAME OF SUBMITTER:</b>	William J. Heller		

CH \$90.00 1471579

Signature:

/William J. Heller/

Date:

02/07/2007

Total Attachments: 2

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TRADEMARK ASSIGNMENT

**WHEREAS:**

1. Triumph Pet Industries, Inc., a New York corporation, having its principal place of business at 7 Lake Station Road, Warwick, New York 10990 (hereinafter "Assignor") has adopted, is using, and has registered the trademarks listed at the end of this Assignment as Exhibit A (hereinafter "the Marks");
2. IMS Trading Corporation, a New York corporation, having its principal place of business at 34 Passaic Avenue, Wood-Ridge, NJ 07075 (hereinafter "Assignee") wishes to acquire said marks, the good will of the business represented by said marks, and the registration thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged,

Assignor hereby assigns to Assignee all of its right, title and interest in and to the Marks, together with the good will of the business symbolized by the Marks, all registrations thereof, throughout the world, and including, without limitation the right to sue for and to recover for any past infringements of the Marks.

IN WITNESS WHEREOF, Assignor, through its duly authorized officer below, has executed this assignment on this 21 day of APRIL, 2006.

TRIUMPH PET INDUSTRIES, INC.

By: *Dittelman*

Title: PRES

Date: 4/21/06

**EXHIBIT A: TRADEMARKS ASSIGNED**

<b>MARK</b>	<b>COUNTRY</b>	<b>REGISTRATION NO.</b>
<b>ABACUS</b>	<b>United States</b>	<b>2,084,716</b>
<b>ABACUS</b>	<b>Canada</b>	<b>TMA482,498</b>
<b>ABACUS</b>	<b>Japan</b>	<b>4,227,845</b>
<b>CADET</b>	<b>United States</b>	<b>1,471,579</b>
<b>CADET</b>	<b>United States</b>	<b>1,777,877</b>