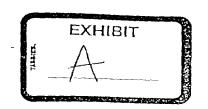
SIR: PLEASE RECORD THE ATTACHED Union 100976936 SIR: PLEASE RECORD THE ATTACHED Union 100976936 I. NAME OF CONVEYING PARTY(IES) (ASSIGNORS(S)): 1. Creative Products Resource Associates, Ltd. 3. 5. 7. ADDITIONAL NAME(S) OF CONVEYING INTEREST: NAME: Creative Products Resource, inc. 2. PARTY(IES) (ASSIGNEE(S)) RECEIVING INTEREST: NAME: Creative Products Resource, inc. 3. ADDITIONAL NAME(S) & ADDRESS(ES) ATTACHED? YES NO 3. ADITIONAL NAME(S) & ADDRESS(ES) ATTACHED? YES NO 4. ASSIGNMENT OF WHOLE PART INTEREST EXEC. DATE:	BOX ASSIGNMENTS		03-03-	03-03-1999 DO NOT USE FOR TRADEMA		FOR TRADEMARKS	
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REEL: 9781 FRAME: 0693



UNANIMOUS CONSENT OF PARTNERS OF

CREATIVE PRODUCTS RESOURCE ASSOCIATES, L.P.

(a New Jersey Limited Partnership)

The undersigned, being all of the partners of Creative Froducts Resource Associates, L.P., a New Jersey limited partnership (the "Partnership"), hereby unanimously agree to the following resolutions:

RESOLVED, that the Partnership be and hereby is authorized to enter into a certain reorganization agreement with Creative Products Resource, Inc., a Delaware comporation, and to consummate the transactions contemplated thereby; and it is further

RESOLVED that the shares of stock of CPR, Inc. issued and delivered to the Partnership pursuant to the Reorganization Agreement shall thereafter be divided into cartificates of the following denominations and issued to the following partners:

NAMES	NUMBER OF SHARES
James A. Smith Betty J. Murphy Charles P. Harrison George Kellett Bonnie Pereira Fred Greenberg	1,020,566 1,020,566 250,000 25,000 12,500 125,000
TOTAL	2,453,632;

and it is further

.....

RESOLVED, that the General Partners of the Partnership be and each is authorized from time to time, in the name and on behalf

PATENT REEL: 9781 FRAME: 0694 directions and to ke all such rests and to loand perform all such acts and this as may to of them sem appropriate in connection with or in furtherance of the matters, transactions or agreements contemplated by, or arising in connection with the Reorganization Agreement.

FCB 27 155 11:25AM DILLON BITTAR CURREN

IN WITNESS WHEREOF, the undersigned have executed this unanimous consent this 9th day of September, 1993.

Jan 98

Charles P. Harrison

Coorgo(Vh)losh

Bonnie Reveira

//Eck-

Fred Greenberg

PATENT

P.B

REEL: 9781 FRAME: 0695

RECORDED: 02/26/1999