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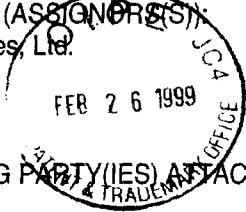
TO THE ASSISTANT COMMISSIONER OF PATENT AND TRADEMARK OFFICE
SIR: PLEASE RECORD THE ATTACHED ORIGINAL

100976937

1. NAME OF CONVEYING PARTY(IES) (ASSIGNOR(S)):

- 1. Creative Products Resource Associates, Ltd.
- 3.
- 5.
- 7.

- 2.
- 4.
- 6.
- 8.



ADDITIONAL NAME(S) OF CONVEYING PARTY(IES) ATTACHED? YES NO

2. PARTY(IES) (ASSIGNEE(S)) RECEIVING INTEREST:

2.26.99

NAME: Creative Products Resource, Inc.

ADDRESS: 41 Plymouth Street, Fairfield, New Jersey 07004

ADDITIONAL NAME(S) & ADDRESS(ES) ATTACHED? YES NO

3. NATURE OF CONVEYANCE (DOCUMENT):

(Submit herewith only one document for recordation—multiple copies of same Assignment signed by different inventors is one document)

ASSIGNMENT OF WHOLE PART INTEREST

CHANGE OF NAME VERIFIED TRANSLATION
 SECURITY MERGER OTHER:

EXEC. DATE:

9-9-93

EXECUTION DATE(S) ON THE DECLARATION IF FILED HEREWITH: (NOTE: IF DATES ON DECLARATION AND ASSIGNMENT DIFFER SEE ATTY!)

4.5 APPL. NO.(S) OR PAT NO.(S). OTHERS ON ADDITIONAL SHEET(S) attached? YES NO

| A. PAT. APP. NO.(S) series code/serial no | M# | 1 st INVENTOR if not in item 1 | B. PATENT NO(S) | M# | 1 st INVENTOR if not in item 1 |
|---|--------|--|-----------------|----|--|
| 5,254,109 | 224138 | | | | |

5. Name & Address of Party to Whom Correspondence Concerning Document Should be Mailed:

Pillsbury Madison & Sutro LLP
Intellectual Property Group
1100 NEW YORK AVENUE, N.W.
NINTH FLOOR, EAST TOWER
WASHINGTON, D.C. 20005-3918

6. NUMBER INVOLVED:

APPLNS 1 + PATS 0 = TOTAL 1

7. AMOUNT OF FEE ENCLOSED: (Code 581)

ABOVE TOTAL x \$40 = \$40

5.5 ATTY DKT:

PMS 224138

8. IF ABOVE FEE IS MISSING OR INADEQUATE CHARGE INSUFFICIENCY TO DEPOSIT ACCOUNT NUMBER: 03-3975

| | | |
|-------------------------|------------|------------|
| UNDER ORDER NO | 20111 | 224138 |
| dup. sheet not required | CLIENT NO. | MATTER NO. |

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.

Marlana K. Titus

Signature

Attorney: Marlana K. Titus

Reg. No. 35843

Atty/Sec: MKT/dlp

TEL: (202) 861-3711

10. Total number of pages including this cover sheet, attachments and document (do not file dup. Cover sheet)

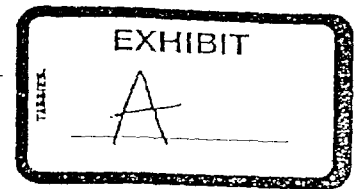
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Date: February 16, 1999

FAX: (202) 822-0944

FILE WITH PTO RETURN RECEIPT (PAT-103A)

03/02/1999 00:00:14Z 5258109 01 FC:561



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 Products 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 corporation, 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 certificates of the following denominations and issued to the following partners:

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

and it is further

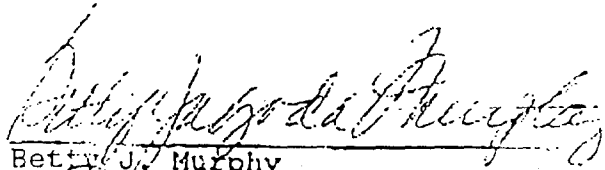
RESOLVED, that the General Partners of the Partnership be and each is authorized from time to time, in the name and on behalf

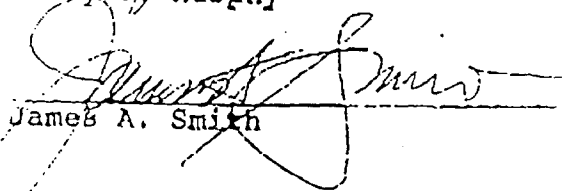
directions and to make all such requests and to do and perform all such acts and things as may be deemed appropriate in connection with or in furtherance of the matters, transactions or agreements contemplated by, or arising in connection with the Reorganization Agreement.

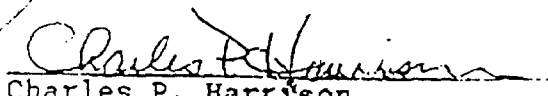
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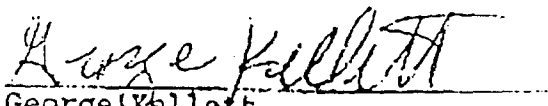
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IN WITNESS WHEREOF, the undersigned have executed this unanimous consent this 9th day of September, 1993.

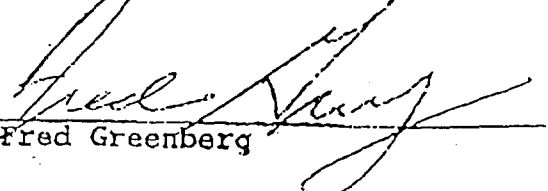

Betty J. Murphy


James A. Smith


Charles P. Harrison


George Kellett


Bonnie Pereira


Fred Greenberg