

05-07-2003

Form PTO-1595
(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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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):

Daniel P. Amado and Jonathan Ly

4-30-03

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

3. Nature of conveyance:

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

Execution Date: 4/28/2003

2. Name and address of receiving party(ies)

Name: Aerogroup International, Inc.

Internal Address: 201 Meadow Road

Edison, New Jersey 08817

Street Address: SAME AS ABOVE

City: _____ State: _____ Zip: _____

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

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

29180777

If this document is being filed together with a new application, the execution date of the application is: 4/28/2003

A. Patent Application No.(s) _____

B. Patent No.(s) _____

Additional numbers attached? Yes No

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

Name: Marvin Feldman

Internal Address: Lackenbach Siegel LLP

One Chase Road

Scarsdale, New York, 10583

Street Address: One Chase Road

City: Scarsdale State: NY Zip: 10583

6. Total number of applications and patents involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

(Part of \$370 check

Enclosed enclosed)

Authorized to be charged to deposit account

8. Deposit account number:

10-0100 credit any overpayment or charge any deficiency

AEROS.DP66

DO NOT USE THIS SPACE

9. Signature.

Thomas Blankinship

Name of Person Signing

Signature

04/28/03

Date

Total number of pages including cover sheet, attachments, and documents: 3

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

05/02/2003 HTECKLU1 00000062 29180777

02 FC:8021

40.00 UP

04/30/03
29180777
U.S. PTO

PATENT
REEL: 014028 FRAME: 0900

ASSIGNMENT

In consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned

Daniel P. Amado and
Jonathan Ly

declares that they are citizens of the country of United States residing respectively at:

14 Cushing Drive
Bridgewater, New Jersey 08807 and

25-89 35th Street
Astoria, New York 11103

Hereby sells, assigns and transfers to: AEROGROUP INTERNATIONAL, INC.
a corporation of the country of the United States, hereafter called the "Assignee", having a place of business at :

201 Meadow Road
Edison, New Jersey 08817;

its successors, assigns and legal representatives, the entire right, title and interest for the United States, in and to any and all improvements which are described and claimed in the

 X attached specification executed on April 28, 2003

entitled: SHOE SOLE

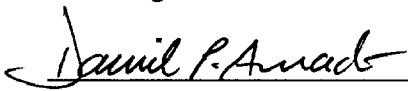
and in and to said application and all divisional, continuing, substitute, renewal, reissue, and all other applications for Design Patent which have been or shall be filed in the United States on any of said improvements; and in and to all original and reissued patents which have been or shall be issued in the United States and all foreign countries on said improvements;

Agrees that said Assignee may apply for and receive Design Patent for said improvements in its own name; and that, when requested, without charge to but at the expense of said Assignee, its successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the undersigned will execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all said improvements; execute all rightful oaths, assignments, powers of attorney and other papers; communicate to said Assignee, its successors, assigns and representatives, all facts known to the undersigned relating to said improvements and the history thereof; and generally do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing and maintaining proper patent protection for said improvements and for vesting title to said improvements and all applications for patents and all patents on said improvements, in said Assignee, its successors, assigns and legal representatives; and

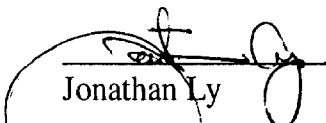
Covenants with said Assignee, its successors, assigns and legal representatives that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

The undersigned further declares that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like may jeopardize the validity of the application or any patent issuing thereon.

DATE 4-28-03

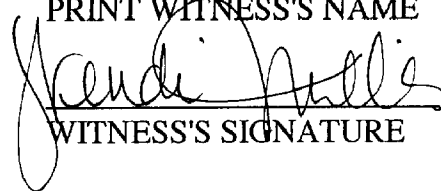

Daniel P. Amado

DATE 4-28-03


Jonathan Ly


WITNESS'S SIGNATURE

PATRICE F. COHEN
PRINT WITNESS'S NAME


WITNESS'S SIGNATURE

Wendi Miller
PRINT WITNESS'S NAME

Address
384 PINE AVE.
MANASQUAN, NJ 08736

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Richard St.
Passaic, NJ 07035

Execution by all of the inventors should be witnessed before and by at least two witnesses .

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