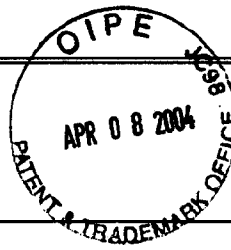


04-13-2004

Form PTO-1
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U.S. Department of Commerce
Patents & Trademark OfficeAttorney Docket No. 021241-00047
Date: April 8, 2004

4/8/04

To the Assistant Commissioner of Patents
Please record the attached original documents or copy thereof

1. Name of conveying party(ies)

Woodworkers Warehouse, Inc.

Additional name(s) of conveying party(ies) attached?

☐ Yes ☒ No

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

Name: WOODWORKERS SUPPLY, INC.

Address: 1108 North Glenn Road
Casper, Wyoming 82601

Additional name(s) & address(es) attached?

☐ Yes ☒ No

3. Nature of conveyance:

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

Execution Date: March 23, 2004

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

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

A. Patent Application No.(s)

B. Patent No.(s)

5,348,276 and 5,322,396

Additional numbers attached? ☐ Yes ☒ No

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

Name: Arent Fox PLLC

Street Address: 1050 Connecticut Avenue, N.W., Suite 400

Washington, D.C. 20036-5339

6. Total number of applications and patents involved:
Two

7. Total fee (37 CFR 3.41)..... \$ 80.00

- ☐ Included in Check # _____
☒ The Commissioner is hereby authorized to charge
 Deposit Account No. 01-2300, referencing Atty.
 Docket No. 021241-00047.

8. Deposit account number: 01-2300
(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.

Charles M. Marmelstein

Name of Person Signing
Reg. No. 25,895

Signature

April 8, 2004

Date

Total number of pages including cover sheet, attachments, and document: 5

04/12/2004 670M11 00000105 012300 5348276
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TERM SHEET FOR THE SALE OF INTELLECTUAL PROPERTY

Dated March 23, 2004

Woodworkers Supply, Inc. ("Supply") proposes on this 23rd day of March 2004, to purchase the entire right, title and interest of Woodworkers Warehouse, Inc. ("Woodworkers") in its intellectual property described either in paragraph one below or on Exhibit "A" attached hereto for the amount and on the terms set forth below:

1. Assets to Be Purchased. All of Woodworker's right, title, and interest in and to (a) all customer mailing lists, (b) all inventions (whether patentable or unpatentable and whether or not reduced to practice), and improvements thereto, and all patents, patent applications, and patent disclosures, together with all re-issuances, continuations, continuations-in-part, revisions, extensions, and reexaminations thereof, (c) all trademarks, service marks, trade dress, logos, trade names, and corporate names, together with all translations, adaptations, derivations, and combinations thereof and including all goodwill associated therewith, and all applications, registrations, and renewals in connection therewith, (d) all copyrightable works, all copyrights, copyright registrations and all applications and renewals in connection therewith, (e) all logos, trade names and all applications, registrations, and renewals in connection therewith, (f) all trade secrets and confidential business information, (g) all inventions, ideas, improvements, research and development, know-how, technical knowledge, formulas, compositions, manufacturing and production processes and techniques, technical data, designs, drawings, specifications, customer and supplier lists, pricing and cost information, and business and marketing plans and proposals, (h) all computer software (including data and related documentation), (i) all formulae, (j) all intangible assets relating to web sites, URLs and all other similar interests and proprietary rights which Woodworkers has any right of ownership or use, and (k) all copies and tangible embodiments thereof (in whatever form or medium), as more fully described in Exhibit "A" attached hereto and hereinafter referred to as the "Assets", subject to Woodworker's right to allow WMH Tool Group to sell 44,000 CARB-TECH branded router bits.

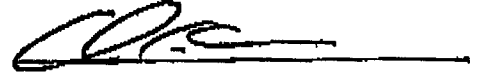
WOODWORKERS SUPPLY, INC.

By: John Wirth, Jr.

Its: President

ACCEPTED AND AGREED:

WOODWORKER'S WAREHOUSE, INC.



By: Rick C. Welker

Its: Vice President and CFO

Exhibit "A"

1. All inventions (whether patentable or unpatentable and whether or not reduced to practice), all improvements thereto, and all patents, patent applications, and patent disclosures, together with all reissuances, continuations, continuations-in-part, revisions, extensions, and reexaminations thereof;
2. all trademarks, service marks, trade dress, logos, trade names, and corporate names, together with all translations, adaptations, derivations, and combinations thereof and including all goodwill associated therewith, and all applications, registrations, and renewals in connection therewith including without limitation any legal documents relating to such trademarks, service marks or logos including documents relating to infringement prosecutions, and/or filing and renewal documentation
3. all copyrightable works, all copyrights, copyright registrations and all applications and renewals in connection therewith;
4. all logos, mask works and all applications, registrations, and renewals in connection therewith, including copies of promotional materials, direct mail and electronic mail files, fliers, banners, signs, and other advertising content including radio, television, print, internet or other media.
5. all trade secrets and confidential business information, including accounts payable files, accounting cost records, product sales information, store sales information, and other information related to the business practices conducted under the name Woodworker's Warehouse or Trend-Lines Inc.;
6. All electronic and paper files containing consumer information (either customers, gift recipients, or individuals making inquiries into the company regarding its products, stores, procedures, or other)

•7. all inventions, ideas, improvements, research and development, know-how, technical knowledge, formulas, compositions, manufacturing and production processes and techniques, technical data, designs, drawings, specifications, customer and supplier lists, pricing and cost information, and business and marketing plans and proposals, electronic or printed materials produced internally or by third parties;

8. all computer software code and license agreements (including data and related documentation);

9. all formulae;

10. The names and contact information for all those third parties expressing an interest in acquiring or investing in any of the Company's assets prior to the presentation of this offer.

11. all websites and all intangible assets relating to web sites, and all other similar interests and proprietary rights which Woodworker's Warehouse had any right of ownership or use; and

12. all copies and tangible embodiments thereof (in whatever form or medium).