

03-29-2002

Davis Wright Tremaine LLP

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OF COUNSEL  
JOHN C. LANZENAU

3.22.02

January 3, 2002

DEIRDRE DAVIS  
JODI HANSELL\*  
MATTHEW A. LEISH  
SAMUEL M. LEAF  
PETER KARANJA

\* ADMITTED IN WASHINGTON STATE ONLY.

**VIA FACSIMILE**

RECORDATION FORM COVER SHEET - TRADEMARKS

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

**Re: Recordal of Assignment**  
**From: The Procter & Gamble Company**  
**To: New Windsor Brands LLC**

Sir:

Please record the attached original document(s) or copy(ies):

1. Submission Type: New
2. Conveyance Type: *Nunc Pro Tunc* Assignment  
Effective Date: December 20, 2001
3. Conveying party:  
The Procter & Gamble Company  
an Ohio Corporation  
1 P&G Plaza  
Cincinnati, Ohio 45202

03/28/2002 6TON11 00000073 040258 776326  
01 FC:481 40.00 CH

OFFICE OF PUBLIC RECORDS  
2002 MAR 22 PM 1:51  
FINANCE SECTION

**TRADEMARK**  
**REEL: 002471 FRAME: 0744**



4. Receiving party:  
New Windsor Brands LLC  
a Delaware Limited Liability company  
P.O. Box 890  
West Windsor, New Jersey 08550
5. Correspondent Name and Address:  
Deirdre Davis, Esq.  
Davis Wright Tremaine L.L.P.  
1740 Broadway  
25<sup>th</sup> Floor  
New York, NY 10019  
Tel.: 212 489-8230
6. Pages: 2
7. Trademark Registration number: 776,326
8. Number of Properties (total): 1
9. Fee Amount: \$40

Please charge our deposit account No. 040258 the sum of \$40 and any deficiency therein to cover the fee for Recordal of Assignment of one trademark.

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. Charges to deposit account are authorized, as indicated herein.

Sincerely,

Deirdre Davis

#80174

01 09-2002  
101937717  
RDEMBIA@AOL.COM  
FACSIMILE  
(212) 226-7859

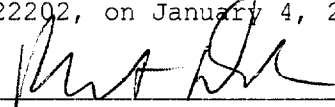
LAW OFFICE OF  
ROBERT DEMBIA, PC  
350 BROADWAY - SUITE 1210  
NEW YORK, NY 10013  
(212) 226-5905

01/07/02

NEW JERSEY OFFICE  
1700 GALLOPING HILL ROAD  
KENILWORTH, NJ 07033  
(908) 298-0954

January 4, 2002

CERTIFICATE OF MAILING  
I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first-class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Assignment Division, 1213 Jefferson Davis Highway, Suite 300, Arlington, VA 22202, on January 4, 2002.

Signature:   
ROBERT DEMBIA

RECEIVED  
ASSIGNMENT DIVISION  
JAN 10 2002

Commissioner of Patents and Trademarks  
Assignment Division  
1213 Jefferson Davis Highway  
Suite 300  
Arlington, VA 22202

Re: Recordal of Assignment  
From: New Windsor Brands, LLC  
To: Heritage Brands, LLC

Dear Sirs:

Please record the attached original document(s) or copy(ies):

- 1. Submission Type: New
- 2. Conveyance Type: Assignment  
Effective date: 1/2/02
- 3. Conveying Party: New Windsor Brands, LLC  
P.O. Box 890  
West Windsor, NJ 08550

01/08/2002 JJALLAH2 00000011 776326  
01 FC:481 40.00 DP

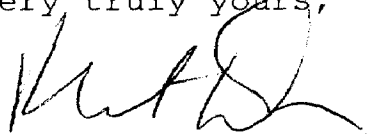
TRADEMARK  
REEL: 002471 FRAME: 0746

Page 2

4. Receiving Party: Heritage Brands, LLC  
1 Garfield Avenue  
Jersey City, NJ 07305
5. Correspondent Name and Address: Robert Dembia, Esq.  
Robert Dembia, P.C.  
350 Broadway, Suite 1210  
New York, NY 10013  
(212) 226-5905
6. Pages: 2
7. Trademark Reg. No.: 776,326
8. Number of Properties: 1
9. Fee amount: \$40.00

To the best of my knowledge and belief, the foregoing is true and correct, and the enclosed document is a true copy of the original except that a schedule of foreign registrations and applications that is part of the original is not part of the copy.

Very truly yours,



ROBERT DEMBIA

rd  
Enc.  
cc: Heritage Brands, LLC

**TRADEMARK ASSIGNMENT**

WHEREAS, The Procter & Gamble Company, an Ohio corporation with its principal place of business at 1 P&G Plaza, Cincinnati, Ohio, 45202 ("Assignor"), is the owner of all the right, title and interest in and to the registered U.S. trademark TOP JOB as forth on Schedule A attached hereto and the foreign registrations and applications as set forth on Schedule B attached hereto, and all the goodwill associated therewith (collectively the "TOP JOB Trademark"); and

WHEREAS, New Windsor Brands, LLC, a Delaware limited liability company with its principal place of business at Box 890, Princeton Junction, New Jersey, 01550-1319 ("Assignee"), is desirous of acquiring all of Assignor's right, title and interest in and to the TOP JOB Trademark;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee, its successors and assignees, *nunc pro tunc* as of December 20, 2001, all its right, title and interest in and to the TOP JOB Trademark, together with the goodwill of the business symbolized by and associated therewith, and to its rights to take any and all actions in connection with such Trademark, in Assignee's own name and at Assignee's expense.

THE PROCTER & GAMBLE COMPANY (Assignor)

By: David M. Moyer  
David M. Moyer  
Assistant Secretary

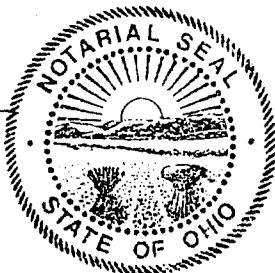
Dated: January 2, 2002

State of Ohio)  
County of Hamilton)

On this 2nd day of January 2002, before me, personally appeared David M. Moyer, personally known to me and know to me to be an Assistant Secretary of The Procter & Gamble Company, the assignor named above and acknowledged to me the execution of the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.

Witness my hand and official seal.

Dianna S. Icenhower  
Notary Public



DIANNA S. ICENHOWER  
Notary Public, State of Ohio  
My Commission Expires Mar. 3, 2003

Assignor: The Procter & Gamble Company  
Assignee: New Windsor Brands, LLC

**Schedule A**  
**U.S. Registration**

<b>Mark</b>	<b>Class</b>	<b>Reg. Number</b>	<b>Reg. Date</b>
TOP JOB	03	776,326	September 1, 1964

## TRADEMARK ASSIGNMENT

**WHEREAS**, New Windsor Brands, LLC, a Delaware limited liability company, with its principal place of business at 22 Perrine Path, P.O. Box 890, West Windsor, New Jersey 08550 (“Assignor”), is the owner of all the right, title, and interest in and to the trademark for Top Job set forth on Schedule 1 attached hereto and all associated good will (the “Trademark”);  
and

**WHEREAS**, Heritage Brands, LLC, a New Jersey limited liability company, with its principal place of business at 1 Garfield Avenue, Jersey City, NJ 07305 (“Assignee”) is desirous of acquiring all right, title and interest in and to the Trademark;

**NOW, THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby transfer and assign to Assignee, its successors and assignees all its right, title and interest in and to the Trademark together with the goodwill of the business symbolized by and associated with the Trademark.

NEW WINDSOR BRANDS LLC

Kim Hardingham  
By: Kim Hardingham  
Title:

Date: January 4, 2002

State of New Jersey )  
County of Mercer ) ss.

On this 2 day of January, 2002, before me, personally appeared Kim Hardingham  
Kim Hardingham, personally known to me and known to me to be a President  
Kim Hardingham of New Windsor Brands LLC, the assignor named above and acknowledged to me the  
execution of the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.

Witness my hand and official seal.  
Rosette Mansour

**Notary Public of New Jersey**  
**Commission Expires Jan 22 2006**  
Rosette Mansour

Notary Public

#79964