

9-19-2002

TRADEMARK RECORDATION COVER SHEET

09-19-2002



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U.S. Patent and Trademark Office
Office of Public Records
Attn: Customer Services Counter
Crystal Gateway 4, 3rd Floor
1213 Jefferson Davis Highway, 3rd Floor
Arlington, Virginia 22202-3513

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): KEYBANK NATIONAL ASSOCIATION
2. Name and address of receiving party(ies): Name: Kittrich Corporation, Street Address: 14555 Alondra Blvd., City: La Mirada, State: CA, Zip: 96038
3. Nature of conveyance: Assignment
4. Application number(s) or registration number(s): A. Trademark Application No(s): Please see attached Exhibit A. B. Trademark Registration No(s): Please see attached Exhibit A.
5. Name and address of party to whom correspondence concerning documents should be mailed: Name: Totam Terry Luu, Paralegal, Street Address: Mayer, Brown & Platt, 350 South Grand Avenue, 25th Floor, City: Los Angeles, State: CA, Zip: 90071
6. Total number of applications and registrations involved: 10
7. Total fee (37 CFR 3.41): \$265.00
8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

09/19/2002 TBI/AZI 00000063 1905745
01 FC:481 40.00 OP
02 FC:482 225.00 OP

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.
Totam Terry Luu
Name of Person Signing
September 18, 2002
Date

EXHIBIT A

Trademarks

#	Mark	Registration No.	Registration Date	Serial No.	Filing Date
1.	DW Laser Wall	1905745	07/18/95	74-549020	07/12/94
2.	Wallpaper Depot Your Only Stop For Wallpaper	2228357	03/02/99	75-426803	02/02/98
3.	Wallpaper Depot	2225627	02/23/99	75-426802	02/02/98
4.	Labor Works	2195716	10/13/98	75-349254	08/29/97
5.	DW Technologies Contract and Direct Professional Services	2344348	4/25/00	75-349253	08/29/97
6.	Pressto Smoothie			75-435407	02/17/98
7.	Pressto			75-435406	02/17/98
8.	Pressto Pressure Activated Wallcovering			75-435405	02/17/98
9.	Wallpaper Depot			75-264652	03/26/97
10.	Wall-Ah by Wallpaper Depot			76-190447	01/05/01

## ASSIGNMENT OF RIGHTS

This Assignment of Rights (hereinafter "Assignment") is executed to be effective as of the 8th day of August, 2001 by **KEYBANK NATIONAL ASSOCIATION** ("Secured Party") to and in favor of **KITTRICH CORPORATION** ("Buyer"), pursuant to, and upon and subject to the covenants, terms, conditions, representations and warranties contained in that certain Asset Purchase Agreement dated August 7, 2001 (the "Agreement"), between Secured Party and Buyer.

FOR VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, Secured Party hereby absolutely and irrevocably assigns and transfers all of its right, title and interest, if it has any, in and to the following patents and trademarks of D.W. Wallcovering, LLC f/k/a Wallcovering Acquisition, LLC and D.W. Technologies, Inc. f/k/a D.W. Wallcovering, Inc. (hereinafter "Borrower" as defined in the Asset Purchase Agreement) listed on Exhibit "A" and Exhibit "B" attached hereto.

Secured Party further makes this transfer pursuant to I.C. 26-1-9.1-619 for the following reasons:

- (i) The Borrower has defaulted in connection with the obligations owed to Secured Party;
- (ii) The Secured Party has exercised its post-default remedies;
- (iii) The Secured Party had a security interest in certain patents and trademarks, which may or may not have been registered with the Patent and Trademark Office;
- (iv) To the extent Secured Party held any right, title or interest in the patents and trademarks attached hereto as Exhibit "A" and Exhibit "B", Buyer has acquired said rights;

(v) The names and mailing addresses of the parties herein are as follows:

Secured Party

KeyBank National Association  
202 South Michigan  
South Bend, IN 46601

Borrower

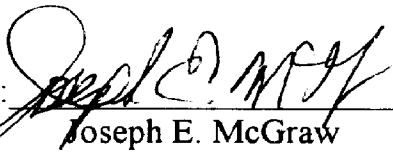
D.W. Wallcovering, LLC  
9300 Shelbyville Road  
Louisville, KY 40222

Buyer

Kittrich Corporation  
14555 Alondra Blvd.  
La Mirada, CA 96038

**SECURED PARTY:**

KeyBank National Association

By:   
\_\_\_\_\_  
Joseph E. McGraw  
Senior Vice President

F:\Clients\K0242\99001\D. W. Wallcovering\Assignment and Transfer of Patents.wpdOctober 15, 2001

STATE OF INDIANA        )  
                                  )SS:  
ST. JOSEPH COUNTY        )

Before me, the undersigned, a notary public for St. Joseph County, state of Indiana, personally appeared Joseph E. McGraw, Senior Vice President of KeyBank National Association, who acknowledged the execution of the foregoing document and stated it to be the voluntary act and deed of said bank and his voluntary act and deed as such officer. Witness my hand and notarial seal this 12 day of September, 2002.

My commission expires:

3/25/09

Pamela S. Hartman  
Pamela S. Hartman, Notary Public  
Residing in St. Joseph County, Indiana

EXHIBIT B

Patents

#	Patent	Issue No.	Issue Date
1.	Wallcovering border and method	5,885,396	03/23/99
2.	Removable, non-skid, non-adhesive covering	5,863,845	01/26/99
3.	Wallcovering border and method	5,635,007	06/03/97
4.	Articles having slippable adhesive	6,020,062	02/01/00
5.	Removable, non-skid, non-adhesive covering	5,874,371	02/23/99
6.	Wallpaper applicator with a circular hold handle	D 428,315	07/18/00