

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Hewitt Soap Works, Inc.		06/20/2006	CORPORATION: RHODE ISLAND

**RECEIVING PARTY DATA**

<b>Name:</b>	TD Banknorth, N.A.
<b>Street Address:</b>	7 New England Executive Park
<b>City:</b>	Burlington
<b>State/Country:</b>	MASSACHUSETTS
<b>Postal Code:</b>	01803
<b>Entity Type:</b>	Banking Institution: MASSACHUSETTS

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Registration Number:	0835254	CENTURION
Registration Number:	0118202	COLOGNE BOUQUET
Registration Number:	1455992	COMPLIMENTS OF
Registration Number:	1094875	COMPLIMENTS OF
Registration Number:	0067528	EASY TASK
Registration Number:	0551443	FASHION
Registration Number:	1614564	HEWITT
Registration Number:	0510207	KENSINGTON
Registration Number:	0505703	KIRKO
Registration Number:	0123723	OMNIBUS
Registration Number:	0822550	OUR DELUXE
Registration Number:	0210436	SATINET
Registration Number:	0437848	WASH WELL

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CORRESPONDENCE DATA

Fax Number: (617)345-3299  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 617-345-3000  
Email: trademarks@BURNSLEV.com  
Correspondent Name: Anne Pareti  
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Address Line 2: Burns & Levinson LLP  
Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	24708.9/TD BANKNORTH/ACP
NAME OF SUBMITTER:	Anne Pareti
Signature:	/Anne Pareti/
Date:	11/13/2006

Total Attachments: 4  
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EXHIBIT 2

NOTICE OF SECURITY INTEREST

(IN U.S. TRADEMARKS)

WHEREAS, HEWITT SOAP WORKS, INC., a Rhode Island corporation (hereinafter referred to as "Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule A, which trademarks are registered in the United States Patent and Trademark Office, or are applications pending in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to TD Banknorth, N.A. (herein referred to as "Assignee"), and has entered into a Trademark, Patent and Copyright Security Agreement dated the date hereof, attached hereto as Exhibit B, (the "Agreement") with Assignee and certain other parties; and

WHEREAS, pursuant to the Agreement, Assignor has granted to Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the Agreement (or any guaranty thereof), now or hereafter owing by the Assignor.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby grant to Assignee a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Obligations (or any guaranty thereof) now or hereafter owing by the Assignor.


Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the grant of security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

This Notice of Security Interest may be executed in two or more counterparts, each of which shall be identical and may be introduced in evidence or used for any other purpose without any other counterpart, but all of which shall together constitute one and the same agreement.

Assignee's address is 200 Providence Street, P.O. Box 1007, West Warwick, Rhode Island, 02893.

IN WITNESS WHEREOF, Assignor has caused this Notice of Security Interest to be duly executed by its officer thereunto duly authorized as of the \_\_\_\_ day of June, 2006.


HEWITT SOAP WORKS, INC.

By:   
Name: Gary B. Godin  
Title: Assistant Treasurer

STATE OF Rhode Island

Kent, ss.

On this 16<sup>th</sup> day of June, 2006, before me, the undersigned notary public, personally appeared Gary B. Godin, proved to me through satisfactory evidence of identification, being (check whichever applies):  driver's license or other state or federal governmental document bearing a photographic image,  oath or affirmation of a credible witness known to me who knows the above signatory, or  my own personal knowledge of the identity of the signatory, to be the person whose name is signed above, and acknowledged the foregoing to be signed by him voluntarily for its stated purpose as an Assistant Treasurer of Hewitt Soap Works, Inc.

  
Print Notary Public's Name: J. Robert  
Notary Public  
My Commission Expires: 10/18/06

SCHEDULE A

HEWITT SOAP WORKS, INC.

TRADEMARKS

U.S. Trademarks:							
Mark	Serial No.	Filed	Reg. No.	Issued	Goods / Services and Class	Owner of Record	Notes/Current Status
CENTURION	72/242,900	07-Apr-1966	835,254	12-Sep-1967	Toilet soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 12-Sep-2007
COLOGNE BOUQUET (Stylized)	71/103,210	23-Apr-1917	118,202	21-Aug-1917	Soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 21-Aug-2007
COMPLIMENT S OF	73/607,108	30-Jun-1986	1,455,992	08-Sep-1987	Soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 08-Sep-2007
COMPLIMENT S OF	73/114,238	31-Jan-1977	1,094,875	04-Jul-1978	Toilet soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 04-Jul-2008
EASY TASK (Stylized)	71/026,881	24-Apr-1907	67,528	04-Feb-1908	Soap for laundry and household use (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 04-Feb-2008
FASHION (Stylized)	71/551,560	09-Mar-1948	551,443	04-Dec-1951	Toilet soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 04-Dec-2011
HEWITT	74/001,951	16-Nov-1989	1,614,564	25-Sep-1990	Soaps, namejy, hand soap and bath soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 25-Sep-2010
KENSINGTON (Stylized)	71/528,042	05-Jul-1947	510,207	31-May-1949	Sudsing cleaner, cleanser, and detergent (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 31-May-2009
KIRKO (Stylized)	71/527,681	05-Jul-1947	505,703	18-Jan-1949	Sudsing cleaner, cleanser, and detergent (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 18-Jan-2009
OMNIBUS	71/111,813	26-Jun-1918	123,723	03-Dec-1918	Toilet soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 03-Dec-2008
OUR DELUXE	72/213,972	12-Mar-1965	822,550	17-Jan-1967	Toilet soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 17-Jan-2007
SATINET (Stylized)	71,215,745	13-Jun-1925	210,436	16-Mar-1926	Soap (Cl. 3)	Hewitt Soap Works, Inc.	Registered; LATE Renewal due 16-Sep-2006
WASH WELL (Stylized)	71/524,563	20-Jun-1947	437,848	30-Mar-1948	Sudsing cleaner, cleanser, and detergent (Cl. 3)	Hewitt Soap Works, Inc.	Registered; Renewal due 30-Mar-2008