

05-08-2001



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TRADEMARKS ONLY

ET U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Closets By Design

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

4-27-01

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

Execution Date: April 6, 2001

2. Name and address of receiving party(ies)

Name: CBD Acquisitions, Inc.
Internal
Address: c/o Closet World, Inc.

Street Address: 3860 Capitol Avenue
City: Whittier State: CA Zip: 90601

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State California
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)
75/813346

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: John P. Rynkiewicz

Internal Address: Kaye Scholer LLP
Suite 1100

Street Address: 901 Fifteenth St., NW

City: Washington State: DC Zip: 20005

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

40E

(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.

John P. Rynkiewicz
Name of Person Signing

Signature

April 25, 2001
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

SERVICE MARK ASSIGNMENT

WHEREAS, Closets By Design, a California general partnership, comprised of Closets By Design, A Corporation, a California corporation and Century Investments, LLC, a California limited liability company (“Assignor”), with an address of 13151 South Western Avenue, Gardena, California 90249, is the owner of federal application serial number 75813346 for the service mark “CLOSETS BY DESIGN FOR HOME, BUSINESS AND MOSTLY PLEASURE” (the “Service Mark”); and

WHEREAS, CBD Acquisitions, Inc., a California corporation (“Assignee”), with a mailing address of c/o Closet World, Inc., 3860 Capitol Avenue, Whittier, California 90601, is acquiring from Assignor this Service Mark, including the goodwill associated with the Service Mark;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee all of Assignor's rights, title and interest in and to the Service Mark, together with the goodwill of the business associated with this Service Mark.

The rights transferred by this assignment include the right to bring all legal actions related to the Service Mark, including actions for any infringement, no matter whether the infringement occurred before or after the assignment, and the right to recover damages for such infringement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK. SIGNATURE PAGE FOLLOWS.]

IN WITNESS WHEREOF, the Assignor has executed this instrument on this 12th day of April, 2001.

CLOSETS BY DESIGN,
a California general partnership

By: CLOSETS BY DESIGN, A CORPORATION,
its General Partner

By: _____
Rafael Zeig
President

By: CENTURY INVESTMENTS, LLC,
a California limited liability company

By: _____
Zev Furst
President

STATE OF _____)

COUNTY OF _____)

On this ___ day of April, 2001 before me personally appeared _____, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Closet World, Inc., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation as authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

{seal}

Notary Public

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

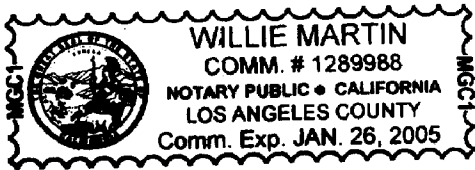
County of Los Angeles } ss.

On 4-6-2001, before me, Willie Martin
Date Name and Title of Officer (e.g. "Jane Doe, Notary Public")

personally appeared Rafael Feig + Zen Furst
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

Willie Martin
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Service Mark assignment

Document Date: 4-6-2001 Number of Pages: 4

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

- Signer's Name: Rafael Feig + Zen Furst
- Individual
 - Corporate Officer — Title(s): president + president
 - Partner — Limited General
 - Attorney in Fact
 - Trustee
 - Guardian or Conservator
 - Other: _____

Signer Is Representing: _____

