

09-05-2001



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To the Honorable Commissioner of Pat

101833782

Attached original documents or copy thereof.

1. Name of conveying party(ies):

United States Brass Corporation 8.20-01

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

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

3. Nature of conveyance:

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

Execution Date: January 10, 2001

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

Name: Laloo International, Inc.

Internal Address:

Street Address: 2750 East Mission Blvd.
City: Ontario State: CA ZIP: 91761

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



08-20-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #77

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): 3

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,179,985; 1,326,806; 1,630,742

Additional numbers attached? Yes No

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

Name: Molly Buck Richard

Internal Address: Strasburger & Price, L.L.P.

Street Address: 901 Main Street, Suite 4300

City: Dallas State: TX ZIP: 75202

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 19-4547

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

09/04/2001 TDIAZI 00000067 1179985

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.

Molly Buck Richard

Name of Person Signing

Signature

Aug 20, 2001

Date

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

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

TRADEMARK ASSIGNMENT

This Trademark Assignment is made the 10th day of January, 2001, between United States Brass Corporation, a Delaware corporation located and doing business at P.O. Box 1031, Highway 11 East, Commerce, Texas 75248 ("Assignor") and Laloo International, Inc., a California corporation located and doing business at 2750 East Mission Blvd., Ontario, California 91761 ("Assignee").

WHEREAS,

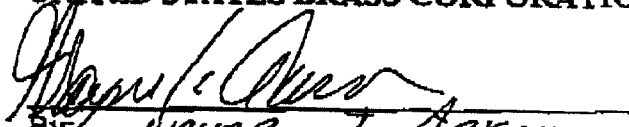
- I. Assignor has used and is the owner of certain trademarks identified in Schedule A hereto, together with common law rights therein (hereinafter, the "Trademarks"); and
- II. The Trademarks are the subject of federal registrations, details of which are set out in Schedule A hereto; and
- III. Assignor has agreed to assign to Assignee all rights of Assignor in the Trademarks, including all property, right, title and interest in and to the Trademarks, including the registrations listed in Schedule A hereto, and the goodwill associated therewith.

NOW THIS DEED WITNESSETH AS FOLLOWS:

For good and valuable consideration (the receipt and sufficiency of which is hereby acknowledged), Assignor hereby assigns and conveys to Assignee all Assignor's rights in the Trademarks, including all property, right, title, and interest in and to the Trademarks, and the registrations listed in Schedule A hereto; the common law rights therein, the goodwill associated with the business in which the Trademarks are used, and the right to recover for past infringements thereof; to hold the same unto Assignee absolutely.

IN WITNESS WHEREOF, Assignor has executed this Assignment the date and year first written above.

UNITED STATES BRASS CORPORATION


 By: Wayne J. Aaron
 Title: V.P. Gen. Counsel & Secy.

SCHEDULE A
FEDERAL TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
EASTMAN	1,179,985	Dec. 1, 1981
WATERFLEX	1,326,806	Mar. 26, 1985
STEELFLEX	1,630,742	Jan. 8, 1991

CERTIFICATE OF MAILING BY "EXPRESS MAIL"

"Express Mail" Mailing Label Number EM 539974457US, Date of Deposit
August 20, 2001. I hereby certify that this paper or fee is being deposited with
the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR
1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks,
ATTN: Box Assignments - Fee, 2900 Crystal Drive, Arlington, Virginia 22202-3513.

Cindy Burgwin
Cindy Burgwin

Contents:

Recordation Form Cover Sheet for Trademark Assignment
Assignor: United States Brass Corporation
Assignee: Laloo International, Inc.

Trademark Assignment executed on January 10, 2001

Check in the amount of \$90.00

Postcard receipt