

04-12-2002

Form PTO-1594
(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies): StarMark, Inc.</p> <p style="text-align: center; font-size: 2em;">3-28-02</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: Norcraft Company, L.L.C. Internal Address: _____ Street Address: 3020 Denmark Avenue City: Eagan State: MN Zip: 55121</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other Delaware Limited Liability Company</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <small>(Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: 03/22/2002</p>	
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____</p>	<p>B. Trademark Registration No.(s) See attached. _____</p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: Goldberg Kohn et al. Internal Address: Elizabeth Kostiuk _____ _____ Street Address: 55 East Monroe Street Suitet 3700 City: Chicago State: IL Zip: 60603</p>	<p>6. Total number of applications and registrations involved: 17</p> <p>7. Total fee (37 CFR 3.41).....\$ 440.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p>
DO NOT USE THIS SPACE	
<p>9. Signature. Elizabeth Kostiuk <u>Elizabeth Kostiuk</u> March 28, 2002 Name of Person Signing Signature Date</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: </p>	

04/11/2002 LUELLER 00000246 1162775

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

01 FC:441
05-76:482

40.00 DP
400.00 DP

TRADEMARK
REEL: 002480 FRAME: 0887

SCHEDULE A

U.S. Trademark	Registration Number	Date Registered	Expires
STARMARK	1,162,775	July 28, 1981	July 28, 2011
BROOKWOOD	1,761,395	March 30, 1993	March 30, 2003
FIELDSTONE	1,340,766	June 11, 1985	June 11, 2005
ENCORE	1,046,850	August 24, 1976	July 2, 2006
KITCHEN AND BATH IDEAS SMI	2,072,305	June 17, 1997	June 17, 2007
KITCHEN AND BATH SMI IDEAS IN MOTION	2,144,891	March 17, 1998	March 17, 2008
BENCHMARK	2,006,891	October 8, 1996	October 8, 2006
HEARTLAND	1,399,452	July 1, 1986	July 1, 2006
HEARTLAND	1,522,651	January 31, 1989	January 31, 2009
CROSSINGS	1,558,053	September 26, 1989	September 26, 2009
HEART LOGO	1,426,600	January 27, 1987	January 27, 2007
EXCELLENCE IN CABINETS CROSSINGS	1,563,411	October 31, 1989	October 31, 2009
HUNTERSPOINTE	1,777,209	June 15, 1993	June 15, 2003
NORTHPLAINS	1,842,977	July 5, 1994	July 5, 2004
PDC PERSONAL DESIGN CHOICES	2,505,147	November 6, 2001	November 6, 2011

Common Law Trademarks
OAKTREE
PARK AVENUE
BROOKLINE
PROMARK
FOXGLENN

Application	Serial Number	Date Filed
KITCHEN & BATH IDEAS	76,032,231	April 24, 2000
KITCHEN & BATH IDEAS SMI	76,032,230	April 24, 2000

TRADEMARK ASSIGNMENT

WHEREAS, StarMark, Inc., a South Dakota corporation (“**Assignor**”), located and doing business at 700 East 48th Street North, Sioux Falls, South Dakota, has adopted and used in its business the trademarks (the “**Registered Trademarks**”) that are registered in the United States Patent and Trademark Office under the registration numbers set forth on Schedule A attached hereto, the common law trademarks set forth on Schedule A attached hereto (the “**Common Law Trademarks**”), the trademark applications (the “**Applications**”) that have been filed with the United States Patent and Trademark Office under the serial numbers set forth on Schedule A attached hereto and the foreign trademarks and trademark applications set forth on Schedule A attached hereto (the “**Foreign Trademarks**”) (collectively, the “**Trademarks**”);

WHEREAS, Norcraft Companies, L.L.C., a Delaware limited liability company (“**Assignee**”), located and doing business at 3020 Denmark Avenue, Eagan, Minnesota, is desirous of acquiring said Trademarks and the goodwill of the business symbolized by such Trademarks;

WHEREAS, Assignor represents and warrants that it has a valid right to license and use and has used the Trademarks and that Assignor has not sold, transferred or otherwise assigned the Trademarks to any third party; and

WHEREAS, pursuant to Section 1.1 of that certain Asset Purchase Agreement dated as of March 25, 2002 by and between Assignor, SMI Retail Corp., SMI Transportation, Inc., StarMark of Virginia, Inc., Assignee and Masco Corporation, Assignor agreed to sell, transfer, convey, assign and deliver to Assignee, among other things, rights to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

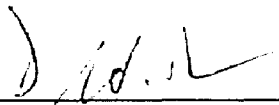
(a) Assignor agrees to and hereby sells, assigns, transfers, and sets over unto Assignee its entire right, title and interest in, to and under the Trademarks, together with the goodwill of the business in connection with which said Trademarks are used and the right to sue and recover for all past infringements or other violations of the Trademarks.

(b) This Assignment is effective as of the date set forth below. Assignor agrees to execute additional assignments and other appropriate documentation necessary to effectuate and validate this Assignment as soon as is practicable after the date of this Assignment, at Assignee’s expense.

[Signature page follows.]

IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment on this 22nd day of March, 2002.

STARMARK, INC.

By: 
Name: David A. Doran
Title: Vice President

STATE OF Michigan)
))
COUNTY OF Wayne)

SS

On this 25th day of March, 2002, before me appeared David A. Deen, the person who signed this instrument, who acknowledged that he signed the foregoing instrument as his free and voluntary act on behalf of the identified corporation with authority to do so.

Given under my hand and notarial seal.

Julie A. Thompson
Notary Public

My Commission Expires: 10/26/04

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KITCHEN & BATH IDEAS SMI	76,032,230	April 24, 2000

Foreign Trademark or Application	Country	Registration or Application Number
STARMARK	Chile	552707
FIELDSTONE	Chile	532732
FIELDSTONE*	India	873460

*Application

60044387v6