

ASSIGNMENT

WHEREAS, **SCHAFFER, MONICA, DBA WILD CHILD**, a United States citizen with a mailing address at 333 Main Street, Wakefield, Rhode Island 02879 (hereinafter, **AASSIGNOR**) was the owner of all right, title and interest in and to the below listed trademark which has been filed and/or registered at the United States Patent and Trademark Office, particulars of which are as follows:

<u>Trademark</u>	<u>Registration No.</u>
SPRIG	2,196,675

(hereinafter referred to as the "Mark");

WHEREAS, **THOMPSON-WEILER ENTERPRISES LLC**, a Delaware limited liability company with offices at 7 Kirby Plaza, Mount Kisco, New York 10549, the successor to the business of the **ASSIGNOR**, or portion thereof, to which the Mark pertains, which is ongoing and existing, was desirous of acquiring the aforesaid Mark, together with the goodwill of the business symbolized by the Mark;

WHEREAS, by agreement **THOMPSON-WEILER ENTERPRISES LLC** received the entire right, title, and interest in and to the aforesaid Mark, together with the goodwill of the business symbolized thereby; and

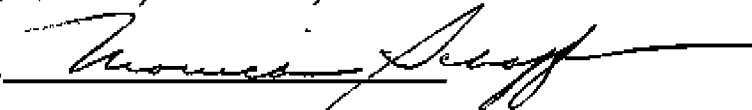
WHEREAS, the parties hereto are desirous of executing a document for purposes of recordation at the United States Patent and Trademark Office recording title in and to the aforesaid Mark in the name of **THOMPSON-WEILER ENTERPRISES LLC**

NOW, THEREFORE, for and in consideration of good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, said **ASSIGNOR** hereby acknowledges and confirms its prior said transfer, and does hereby sell, assign, and transfer unto said **THOMPSON-WEILER ENTERPRISES LLC** the

successor to the business of the ASSIGNOR, or portion thereof, to which the Mark pertains, which is ongoing and existing, all rights, title and interest in and to said Mark, including the applications and registrations thereof and the Certificates of Registration duly and legally issued therefor, and any and all renewals thereof for the Mark, together with the goodwill of the business symbolized thereby, and further including, without limitation, all claims for damages by reason of past infringement and the right to sue for and the right to collect the same for its own use and behoof, and for the use and behoof of their successors, assigns, or legal representatives and the right to defend the Mark and the applications and registrations thereof.

ASSIGNOR REPRESENTS AND WARRANTS that it has the full right, power and authority to make this assignment, and that it has not granted and will not grant any assignment or other encumbrance of the Mark to any third party.

SCHAFFER, MONICA, DBA WILD CHILD

BY: 

NAME: Monica Schaffer

DATE: DECEMBER 6, 2004