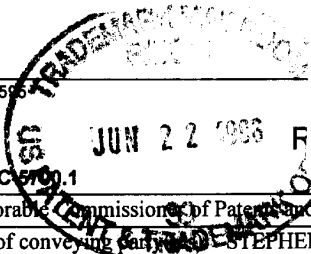


07-09-1998

FORM PTO-158
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



-HEET

Docket No. OC 9700.1

100758554

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

1. Name of conveying party: STEPHEN M. SALEEN

Individual Association
 General Partnership Limited Partnership
 Corporation State: _____
 Other

Additional name(s) of conveying party(ies) attached?
 Yes No **MRD 6-22-98**

2. Name and address of receiving party:
Name: SALEEN PERFORMANCE, INC.
Internal Address: Stephen M. Saleen
City: Irvine State: CA Zip: 92618
Street Address: 9 Whatney

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 3, 1998

City: Irvine State: CA Zip: 92618

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

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or Trademark number(s):
If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No(s). B. Trademark No(s): 1,923,552; 2,007,476; 2,005,539

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Samuel B. Stone
Internal Address: LYON & LYON LLP
633 West Fifth Street, Suite 4700
Los Angeles, CA 90071-2066
Phone: (714) 751-6606 or (213) 489-1600

6. Total number of applications and trademarks involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00
 Enclosed
 Charge this Deposit Account if any additional fee is required

8. Deposit Account Number: 12-2475

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.

Samuel B. Stone Date: June 19, 1998 **90E**

Samuel B. Stone, Reg No. 19,297

Total number of pages including cover sheet: 3

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

07/09/1998 **IMBUYEN 00000003 1923552**
01 FC:481 40.00 OP
02 FC:482 50.00 OP

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TRADEMARK ASSIGNMENT

WHEREAS, STEPHEN M. SALEEN, an individual and citizen of the United States, having an address of 63 Bell Canyon Drive, Dove Canyon, California, (hereinafter "Assignor") is the owner of the following United States trademark registrations:

<u>MARK</u>	<u>REG. NO.</u>	<u>ISSUE DATE</u>
RACECRAFT SUSPENSION	1,923,552	10/03/95
STYLIZED "S"	2,007,476	10/15/96
SALEEN (stylized)	2,005,539	10/08/96

WHEREAS, SALEEN PERFORMANCE, INC., a California corporation, with an address of 9 Whatney, Irvine, California 92618, (hereinafter "Assignor") desires to acquire the above-identified trademarks, trademark registrations and the goodwill associated therewith.

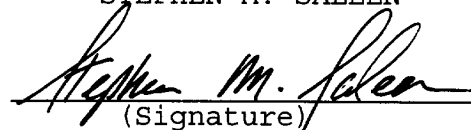
NOW, THEREFORE, in consideration of good and valuable consideration paid by the Assignor to Assignor, the receipt and adequacy of which is hereby acknowledged by Assignee, the Assignor hereby transfers and assigns to the Assignee, the aforesaid trademarks, trademark registrations, together with any and all goodwill of the business associated therewith, and the right to sue for past, present and future infringements of any of

Trademarks

the foregoing and the right to collect and own any monetary or other damages as a result thereof.

IN WITNESS WHEREOF, the Assignor has executed this instrument as of this 3rd day of April, 1998.

STEPHEN M. SALEEN


(Signature)