



10-16-1998

09-28-1998



U.S. Patent & TMOfc/TM Mail Rcpt Dt. #33

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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Document ID #
- Correction of PTO Error
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

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Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

TRADEMARK OFFICE
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1998 SEP 28 A 10:00
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10/15/1998 TRM11 00000136 1CE1005

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01 FC:481
02 FC:482

40.00 SP
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Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1621085"/>	<input type="text" value="1410407"/>	<input type="text"/>
<input type="text" value="1621356"/>	<input type="text" value="1499453"/>	<input type="text"/>
<input type="text" value="1410406"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

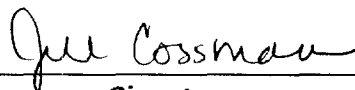
No

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. Charges to deposit account are authorized, as indicated herein.

Jill Cossman, Esq.

Name of Person Signing



Signature

9/24/98

Date Signed

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS (the "Assignment") is effective as of September 15, 1997 between First Professional Bank, N.A., a California banking corporation (the "Assignor"), and BHMA, Inc., a California corporation ("Assignee").

RECITALS

A. On September 15, 1997, Assignor and Beverly Hills Motoring Accessories, Inc., a California corporation, now known as MCMRMP Corporation ("Debtor"), among others, entered into an Agreement Re Private Sale of Collateral (the "Agreement") pursuant to which Assignor foreclosed on certain collateral owned by Debtor by means of a private sale of such collateral under Section 9504 of the California Uniform Commercial Code.

B. Debtor adopted and used the trademarks listed in Exhibit "A" attached hereto and made a part hereof (the "Marks") and owned the goodwill associated therewith and the federal trademark registrations thereof. The Marks are part of the collateral described in Paragraph A which was foreclosed upon by Assignor.

C. Assignee purchased the collateral, including the Marks, at the private sale referenced in Paragraph A.

D. Pursuant to the private sale of the Marks by Assignor to Assignee, Assignor desires to assign all of Assignor's right, title to and interest in the Marks "as is" to Assignee, and Assignee desires to receive such assignment.


ASSIGNMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor assigns to Assignee, effective as of September 15, 1997, all of Assignor's right, title and interest in and to the Marks, the goodwill related thereto, and the registrations thereof, together with any claims for damages by reason of past and present infringement thereof, with the right to sue and collect the same for its own account and use, all without representation or warranty of any kind from Assignor and without recourse against Assignor.

"ASSIGNOR"

FIRST PROFESSIONAL BANK N.A.,
a California banking corporation

By:


Name: ERIC WOODSTROM
Title: EXECUTIVE VICE PRESIDENT

Assignee hereby accepts this Assignment:

"ASSIGNEE"

BHMA, INC., a California
corporation

By:



Name: Craig Fingold
Title: President

EXHIBIT A

THE MARKS

U.S. REG. NO.	REGISTRATION YR./MO./DAY	MARK	GOODS
1,621,085	1990/11/06	Beverly Hills Motoring Accessories	Vehicle seat covers and fitted vehicle covers
1,621,356	1990/11/06	Beverly Hills Motoring Accessories	Vehicle floor mats
1,499,453	1988/08/09	Colorguard	Vehicle covers
1,410,406	1986/09/23	Stormguard	Fitted covers for vehicles
1,410,407	1986/09/23	Blueguard	Vehicle covers for automobiles, trucks and motorcycles