

DOCKET NO.

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11-23-1998

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Form PTO-1594

103048



100908464

To the Assistant Commissioner for Trademark

original documents or copy thereof.

1. Name of conveying party(ies):

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

Self Image Sports and Fitness Co., Inc.

Name: Bollinger Industries, L.P.



Internal Address: _____

10-30-1998

Street Address: 602 Fountain Parkway

- Individual(s)
- General Partnership
- Corporation-State
- Other _____

City: Grand Prairie State: Texas Zip: 75050

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

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State _____

Other _____

3. Nature of conveyance:

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

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

Execution Date: October 8, 1998

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

75/287540; 75/376603; 75/287539; 75/433297; 75/392899; 75/309636

1,910,214

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved: 7

Name: James E. Bradley

7. Total fee (37 CFR 1.21(h)).....\$ 190.00

Internal Address: FELSMAN, BRADLEY, GUNTER & DILLON, LLP

Enclosed

201 Main Street, Suite 1600

Authorized to charge any additional fees due to deposit account

Fort Worth, Texas 76102-3105

Street Address: FELSMAN, BRADLEY, GUNTER & DILLON, LLP

201 Main Street, Suite 1600

8. Deposit Account Number:

06-0580

City: Fort Worth State: Texas ZIP: 76102-3105

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

11/20/1998 DNGUYEN 00000332 1910214

01 FC:481 40.00 DP
02 FC:482 150.00 DP

DO NOT USE THIS SPACE

ROB

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.

Christa King

Name of Person Signing

Christa King

Signature

10-28-98

Date

Total number of pages including cover sheet, attachments, and documents: _____

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

Do not detach this portion

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

Assistant Commissioner for Trademarks
Box Assignments
2900 Crystal Drive
Arlington, Virginia 22202-3513

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C.

TRADEMARK
REEL: 1817 FRAME: 0719

TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT is made and entered into as of October 8, 1998 by and between **SELF IMAGE SPORTS AND FITNESS CO., INC.**, (a/k/a Self Image Sports and Fitness, Inc. and Self-Image Sports & Fitness Company) a Tennessee corporation ("Assignor"), and **BOLLINGER INDUSTRIES, L.P.**, a Texas limited partnership ("Assignee").

WHEREAS, Assignor is the owner of certain domestic and foreign trademarks and trademark applications, including, without limitation, those which are the subject of the registrations and applications identified on Schedule I attached hereto (the "Trademarks");

WHEREAS, Assignor and Assignee have entered into that certain Asset Purchase Agreement dated as October 8, 1998 (the "Asset Purchase Agreement"), pursuant to which Assignor has agreed to sell and assign to Assignee, and Assignee has agreed to purchase and accept from Assignor, all of Assignor's right, title and interest in and to the Trademarks; and

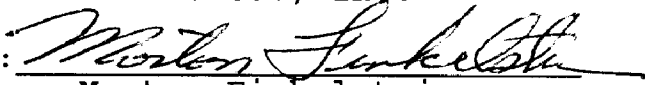
WHEREAS, this Trademark Assignment Agreement shall effectuate such assignment of the Trademarks.

NOW, THEREFORE, for good and valuable consideration, including, without limitation, the mutual covenants and agreements set forth in the Asset Purchase Agreement, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all of its right, title and interest throughout the world in and to the Trademarks and the registrations and applications pertaining thereto, including, without limitation, (i) all rights and privileges pertaining thereto, (ii) any extensions and continuations thereof, and (iii) the goodwill of the business symbolized by said Trademarks.

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment Agreement to be executed as of the day and year first written above.

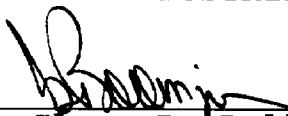
ASSIGNOR:

SELF IMAGE SPORTS AND
FITNESS CO., INC.

BY: 
Name: Morton Finkelstein
Title: President

ASSIGNEE:

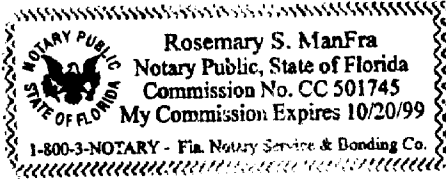
BOLLINGER INDUSTRIES, L.P.

BY: 
Name: Glenn D. Bollinger, CEO
of Bollinger Operating Corp.,
its general partner

STATE OF FLORIDA

COUNTY OF Broward

This instrument was acknowledged before me on October 9, 1998 by Morton Finkelstein, President of Self Image Sports and Fitness Co., Inc., a Tennessee corporation, on behalf of said corporation.

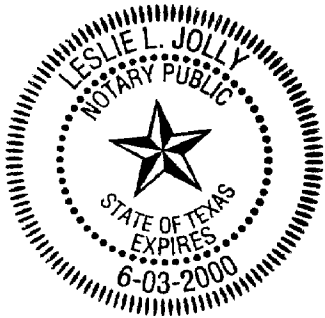


Rosemary S. Manfra
Notary Public in and for the State of Florida

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on October 8, 1998 by Glenn D. Bollinger, CEO of Bollinger Operating Corp., a Nevada corporation, as general partner of Bollinger Industries, L.P., a Texas limited partnership, on behalf of said limited partnership.



Leslie Jolly
Notary Public in and for the State of Texas

SCHEDULE I

TRADEMARKS

1. Trademark: UPPER CUTS (and design)
Owner/Applicant: Self Image Sports and Fitness, Inc.
Serial No.: 75/376,603
Docket No.: 51892.00
Filing Date: October 21, 1997
2. Trademark: UPPER RANK (and design)
Owner/Applicant: Self-Image Sports and Fitness, Inc.
Serial No.: 75/287,539
Filing Date: May 6, 1997
3. Trademark: THE REFLEX (and design)
Owner/Applicant: Self-Image Sports and Fitness, Inc.
Serial No.: 75/287,540
Filing Date: May 6, 1997
4. Trademark: MULTI GRIP
Owner: Self-Image Sports & Fitness Company
Reg. No.: 1,910,214
Registration Date: August 8, 1995
5. Trademark: MULTI CARE
Owner/Applicant: Self-Image Sports & Fitness, Inc.
Serial No.: 75-433297
Filing Date: February 12, 1998
6. Trademark: MULTI-LAST
Owner/Applicant: Self-Image Sports & Fitness, Inc.
Serial No.: 75-392899
Filing Date: November 19, 1997
7. Trademark: EXTREME IMPACT
Owner/Applicant: Self-Image Sports and Fitness, Inc.
Serial No.: 75-309636
Filing Date: June 16, 1997

FELSMAN, BRADLEY, GUNTER & DILLON, LLP
INTELLECTUAL PROPERTY LAW

AUSTIN
SUITE 350, ARBORETUM POINT
9505 ARBORETUM BLVD
AUSTIN, TEXAS 78759
TELEPHONE: (512) 343-6116
FAX: (512) 343-6002

201 MAIN STREET, SUITE 1600
FORT WORTH, TEXAS 76102-3105

LOCAL: (817) 332-8143
METRO: (817) 429-4646
FAX: (817) 332-8409

HOUSTON
3900 ESSEX LANE
SUITE 1120
HOUSTON, TEXAS 77027
TELEPHONE: (713) 840-8143
FORT WORTH TO HOUSTON
DIRECT LINE: (817) 251-4264
FAX: (713) 840-8149

October 28, 1998



Box: ASSIGNMENTS
Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

10-30-1998

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #40

Re: In re application of: Bollinger Industries, L.P.
Recordation Assignment
Our File No. 1735JB-30658

Dear Sir:

Enclosed for filing are:

- (1) This transmittal letter;
- (2) The original Form PTO-1594;
- (3) Our check in the amount of \$190.00 for the recordation fee; and
- (4) Our return postcard, which we would appreciate you date stamping and returning to us upon receipt.

The Commissioner is hereby authorized to charge any fees which may be required, or credit any overpayment to Account No. 06-0580.

Respectfully submitted,

Melvin A. Hunn

CERTIFICATE OF MAILING UNDER 37 CFR § 1.8(a)	
I, Christa King, hereby certify that this correspondence is being deposited with the U.S. Postal Service as First Class Mail in an envelope addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513, on this date.	
Name:	Date: 10-28-98