

05-18-1999



101038568

TELEPHONE (213) 688-1143

*MMJ  
5.2.99*

LAW OFFICES OF

**ROTH & GOLDMAN**

A PROFESSIONAL ASSOCIATION

523 WEST SIXTH STREET, SUITE 707  
LOS ANGELES, CALIFORNIA 90014-1102

FACSIMILE (213) 688-1439

E-MAIL: rothgoldman@earthlink.net

OPR/FINANCE

RECORDATION COVER SHEET FOR TRADEMARKS

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

May 4, 1999

Dear Sir:

Please record the attached original documents or copies thereof.

|                                |   |
|--------------------------------|---|
| 1. NAME OF CONVEYING PARTY     | <input type="checkbox"/> Individual                                 |
| Easton Sports, Inc.            | <input type="checkbox"/> General Partnership                        |
| 7855 Haskell Avenue, Suite 202 | <input checked="" type="checkbox"/> Corporation - State: California |
| Van Nuys, CA 91406-1999        | <input type="checkbox"/> Association                                |
| United States of America       | <input type="checkbox"/> Limited Partnership                        |

|                                |   |
|--------------------------------|---|
| 2. NAME OF RECEIVING PARTY     | <input type="checkbox"/> Individual                                 |
| Jas. D. Easton, Inc.           | <input type="checkbox"/> General Partnership                        |
| 7855 Haskell Avenue, Suite 202 | <input checked="" type="checkbox"/> Corporation - State: California |
| Van Nuys, CA 91406-1999        | <input type="checkbox"/> Association                                |
| United States of America       | <input type="checkbox"/> Limited Partnership                        |

If assignee is not domiciled in the U.S., a domestic representative designation is attached  
 YES       NO

|  |   |
|--|---|
| 3. NATURE OF CONVEYANCE                        | <input type="checkbox"/> Merger         |
| <input checked="" type="checkbox"/> Assignment | <input type="checkbox"/> Change of Name |
| <input type="checkbox"/> Security Agreement    |   |

Execution Date: 29 April 1999

4. APPLICATION AND/OR REGISTRATION NUMBER(S)

A. Application No(s):

B. Registration No(s): 1,579,202

05/17/1999 MTHA11 00000016 1579202

01 FC:481

40.00 DP

TRADEMARK  
REEL: 001897 FRAME: 0577

5. NAME OF PARTY TO RECEIVE CORRESPONDENCE

Roth & Goldman  
523 W. 6th Street, Suite 707  
Los Angeles, CA 90014

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6. TOTAL NUMBER OF APPLICATIONS/REGISTRATIONS INVOLVED: 1

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7. TOTAL FEE \$ 40.00

Enclosed

Excess, if any, is authorized to be charged to Deposit Account No. 18-2069.

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8. STATEMENT & 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.

9. PAGES

Total number of pages including cover sheet, attachments and document 8.

Very truly yours,

  
W. Norman Roth

WNR/jt  
enclosures

ASSIGNMENT  
(With Goodwill)

WHEREAS, Easton Sports, Inc.  
(a California corporation)  
7855 Haskell Avenue, Suite 202  
Van Nuys, CA 91406-1999

(hereinafter called the ASSIGNOR) is owner by virtue of a duly approved corporate merger filed January 1, 1996, copy attached, of the following Trademark(s) in the United States of America:

ENHANCER U.S. Registration No. 1,579,202 dated January 23, 1990

AND WHEREAS, Jas. D. Easton, Inc.  
(a California corporation)  
7855 Haskell Avenue, Suite 202  
Van Nuys, CA 91406-1999

(hereinafter called the ASSIGNEE) is desirous of acquiring the entire right, title and interest in and to the aforesaid Trademark(s) together with the goodwill of the business symbolized by the Trademark(s) and any registrations thereof,

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known, that for and in consideration of the United States dollars (\$10.00 US) and other good and valuable consideration receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the ASSIGNEE, its successors and assigns, its entire right, title and interest in and to the aforesaid registered and unregistered Trademark(s) together with the entire goodwill of the business symbolized by the Trademark(s) and all rights which the said ASSIGNOR has heretofore enjoyed thereunder, the same to be held and enjoyed by the said ASSIGNEE, its successors and assigns.

This assignment shall not be deemed to be effective until it is executed by the ASSIGNEE.

IN WITNESS WHEREOF, the said ASSIGNOR has executed this assignment this day of 29<sup>th</sup>/April 1999.

Easton Sports, Inc.

by John Cramer  
John Cramer  
Vice President & General Counsel

This document should be executed by the ASSIGNOR in the presence of a Notary and, if applicable, each party should affix its Corporate Seal adjacent its signature.

**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

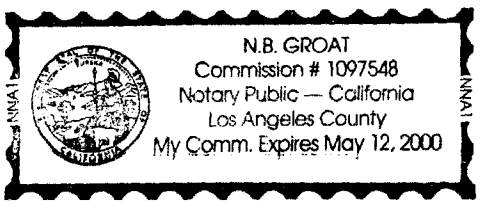
State of California

County of Los Angeles

On April 29, 1999 before me, N. B. GROAT  
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared JOHN CRAMER  
Name(s) of Signer(s)

personally known to me – OR –  proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in ~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

N. B. Groat  
Signature of Notary Public

**OPTIONAL**

*Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.*

**Description of Attached Document**

Title or Type of Document: Assignment to Jas. D. Easton, Inc. - Enhancer Trademark

Document Date: \_\_\_\_\_ Number of Pages: \_\_\_\_\_

Signer(s) Other Than Named Above: \_\_\_\_\_

**Capacity(ies) Claimed by Signer(s)**

Signer's Name: \_\_\_\_\_

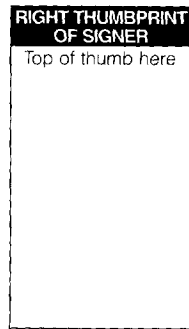
- Individual
- Corporate Officer  
Title(s): \_\_\_\_\_
- Partner —  Limited  General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_



Signer Is Representing: \_\_\_\_\_

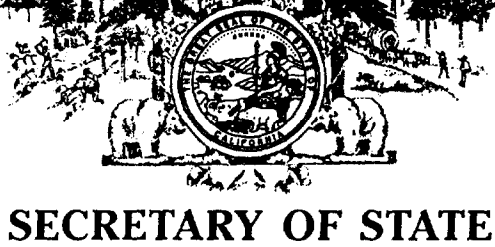
Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer  
Title(s): \_\_\_\_\_
- Partner —  Limited  General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_



Signer Is Representing: \_\_\_\_\_

# State of California



A470706

## CORPORATION DIVISION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this

JAN 19 1996



*Bill Jones*

Secretary of State

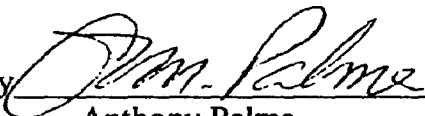
**AGREEMENT OF MERGER**

This Agreement of Merger is entered into between Easton Sports, Inc. a California corporation (herein "Surviving Corporation") and Easton Aluminum, Inc., a California corporation (herein "Merging Corporation").

1. Merging Corporation shall be merged into Surviving Corporation.
2. The outstanding shares of Merging Corporation shall be canceled and no share of Surviving Corporation shall be issued in exchange therefor.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger and effective date of the merger are as prescribed by law.

**IN WITNESS WHEREOF** the parties have executed this Agreement.

**EASTON SPORTS, INC.**


By   
 Anthony Palma  
 Vice President of Finance

**ENDORSED  
FILED**

In the office of the Secretary of State  
of the State of California

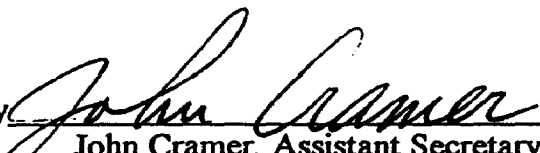
**JAN 1 1996**

  
 BILL JONES, Secretary of State

By   
 John Cramer, Assistant Secretary

**EASTON ALUMINUM, INC.**

By   
 Erik Watts, President

By   
 John Cramer, Assistant Secretary

**CERTIFICATE OF APPROVAL**

**OF**

**AGREEMENT OF MERGER**


Anthony Palma and John Cramer certify that:

1. They are the vice president and the assistant secretary, respectively, of Easton Sports, Inc., a California corporation.
2. The Agreement of Merger in the form attached was duly approved by the board of directors and shareholders of the corporation.
3. The shareholder approval was by the holders of 100% of the outstanding shares of the corporation.
4. There is only one class of shares and the number of shares outstanding is 100,000.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 12/27/95

  
Anthony Palma, Vice President of Finance

  
John Cramer, Assistant Secretary

**CERTIFICATE OF APPROVAL**

**OF**

**AGREEMENT OF MERGER**

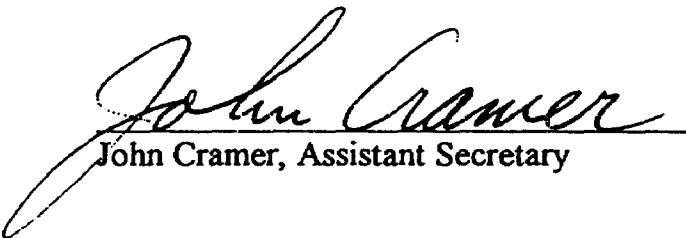
Erik Watts and John Cramer certify that:

1. They are the president and the assistant secretary, respectively, of Easton Aluminum, Inc., a California corporation.
2. The Agreement of Merger in the form attached was duly approved by the board of directors and shareholders of the corporation.
3. The shareholder approval was by the holders of 100% of the outstanding shares of the corporation.
4. There is only one class of shares and the number of shares outstanding is 100,000.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 12/27/95

  
\_\_\_\_\_  
Erik Watts, President

  
\_\_\_\_\_  
John Cramer, Assistant Secretary