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06-25-1999

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To the Honorable Commissioner of Patents and Trademarks

attached original documents or copy thereof.

026-0159

1. Name of conveying party(ies):

ATRA Service Bureau, Inc.

MRP 3-4-99

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: Automatic Transmission

Rebuilders Association

Internal Address:

Street Address: 2472 Eastman Ave, Suite 23

City: Ventura State: CA ZIP: 93003

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- 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

3. Nature of conveyance:

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

Execution Date: 3/4/99

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,764,461

1,993,025

Additional numbers attached?  Yes  No

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

John E. Kelly, Esq.

Name: KELLY BAUERSFELD LOWRY & KELLEY, LLP

Internal Address:

6320 Canoga Avenue, Suite 1650

Street Address:

03/26/1999 DNGUYEN 00000046 1764461

01 FC:481

40.00 OP

02 FC:482

25.00 OP

City: Woodland Hills State: CA ZIP: 91367

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

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.

X G.S. GRAY  
Name of Person Signing

*G.S. Gray*  
Signature

3-4-99  
Date

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

TRADEMARK ASSIGNMENT

WHEREAS, ATRA Service Bureau, Inc., a California corporation, having a place of business at 2472 Eastman Avenue, Suite 23, Ventura, California 93003, owns the following U.S. registrations:

U.S. Reg. No. 1,764,461 for GEARS,  
Granted April 13, 1993  
[Incontestible; prior Assignment recorded U.S.P.T.O.,  
June 13, 1994, Reel 1166/Frame 252]

U.S. Reg. No. 1,993,025 for GEARS/FOR THE  
TRANSMISSION REBUILDING INDUSTRY & DESIGN  
Granted August 13, 1996

WHEREAS, Automatic Transmission Rebuilders Association, a California corporation, having a place of business at 2472 Eastman Avenue, Suite 23, Ventura, California 93003, desires to acquire and exclusively own the above-identified U.S. registrations and marks.

NOW THEREFORE, for good and valuable consideration ATRA Service Bureau, Inc. (Assignor) assigns and transfers to Automatic Transmission Rebuilders Association (Assignee) the above-identified registrations and marks and all the good will of the business symbolized by and associated with the marks.

The Commissioner of Patents and Trademarks is requested to record this Assignment in the files of the U.S. Patent and Trademark Office and return it to the attorneys of record identified as follows:

John E. Kelly, Esq.  
Kelly Bauersfeld Lowry & Kelley, LLP  
6320 Canoga Avenue, Suite 1650  
Woodland Hills, California 91367  
(818) 347-7900

ATRA SERVICE BUREAU, INC.  
(Assignor)

By: 

Name: G. Stephen Gray

Title: Chief Financial Officer

3-4-99  
Date