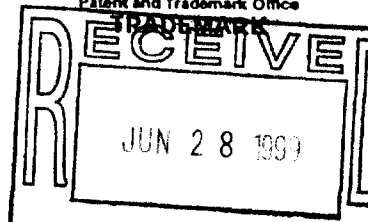


06-30-1999



101079684

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY



6-2899

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

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
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Reel #  Frame #

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual  General Partnership  Limited Partnership  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.)
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

06/29/1999 DNGUYEN 00000324 75121006

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01 FC:481  
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40.00 OP  
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TRADEMARK

REEL: 001920 FRAME: 0925

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

[Empty text box]

Address (line 1)

[Empty text box]

Address (line 2)

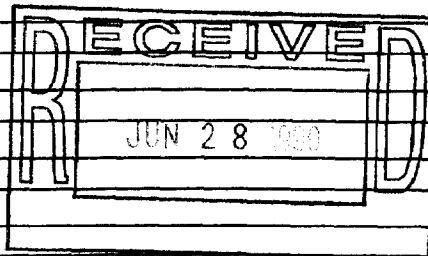
[Empty text box]

Address (line 3)

[Empty text box]

Address (line 4)

[Empty text box]



**Correspondent Name and Address**

Area Code and Telephone Number 608-257-7766

Name

Shelley J. Safer, Esq.

Address (line 1)

LATHROP & CLARK LLP

Address (line 2)

740 Regent Street, Suite 400

Address (line 3)

P.O. Box 1507

Address (line 4)

Madison, WI 53701-1507

**Pages**

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

#

1

**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)

75/121,806		

2,209,983		
2,223,514		

**Number of Properties**

Enter the total number of properties involved.

#

3

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

90.00

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:

#

15-0660

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.

Shelley J. Safer

Name of Person Signing

*Shelley J. Safer*

Signature

June 24, 1999

Date Signed

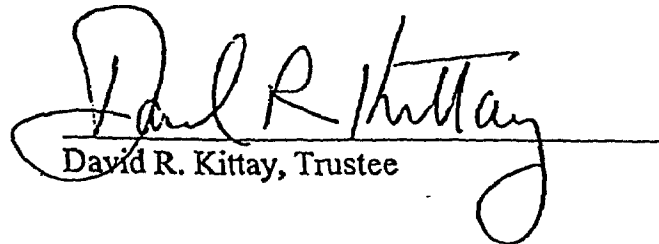
## BILL OF SALE AND ASSIGNMENT

BILL OF SALE AND ASSIGNMENT dated this 4<sup>th</sup> day of May, 1999 (the "Bill of Sale") from David R. Kittay, Esq. ("Trustee"), Chapter 7 Trustee of the estate of Cycle-Ops Products, Inc. ("Seller"), to Graber Products, Inc. ("Buyer").

This Bill of Sale is delivered by Trustee to Buyer in connection with the auction sale (the "Sale") by Trustee of all of Trustee's right, title and interest in certain assets of Seller pursuant to an order dated April 29, 1999 (the "Order") of the United States Bankruptcy Court (S.D.N.Y.) (the "Court") in Chapter 7 Case No. 99-B-40708 (SMB) approving the Sale, and the "Order to Show Cause" dated April 16, 1999 which, among other things, approved the terms and conditions of the Sale (the "Terms and Conditions") annexed as Exhibit "C" to the "Application in Support of Order to Show Cause and for Order Authorizing Auction Sale" dated April 14, 1999. The Terms and Conditions expressly are incorporated herein by reference as if fully set forth.

NOW, THEREFORE, for and in consideration of the cash payment to the Trustee by Buyer of \$750,000.00, the receipt and sufficiency of which are hereby acknowledged by Trustee, on the Court-approved Terms and Conditions of Sale, Trustee does hereby sell, convey, assign, transfer and deliver to Buyer all of Trustee's right, title and interest in and to (a) all of the Seller's physical assets, including, without limitation, inventory and equipment and (b) intellectual property assets including, without limitation, trademarks, patents, patent applications, continuations, continuations-in-part, divisionals, re-examinations, re-issues and inventor certificates.

IN WITNESS THEREOF, Trustee has executed this Bill of Sale as of the day and year first above written.

  
David R. Kittay, Trustee