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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

08-26-1999

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U.S. Patent & TMOrc/TM Mail Rcpt Dt. #61

Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

CARROLL H. SHELBY

- 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: CARROLL HALL SHELBY TRUST

Internal Address:

Street Address: c/o M NEIL CUMMINGS & ASSOC.
1800 AVENUE OF THE STARS, STE. 1000
City: CENTURY CITY, CA 90067

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

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: 8/23/99

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

A. Trademark Application No.(s)

75/453,027
75/586,777

B. Trademark Registration No.(s)

	864,154
	1,174,092
	1,260,061
1,423,787	1,538,090
1,516,537	1,728,573
1,521,137	1,768,020
	1,261,629
	1,272,832
	1,376,672
	1,376,673
	2,265,334

Additional numbers attached? Yes No

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

Name: EDWARD A. SOKOLSKI

Internal Address:

Street Address: 3868 CARSON STREET, STE. 105

City: TORRANCE State: ZIP: 90503

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 415.00

Enclosed

Authorized to be charged to deposit account

ANY DEFICIENCIES

8. Deposit account number:

19-3129 (copy enclosed)

(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.

Edward A. Sokolski
Name of Person Signing: Edward A. Sokolski

Signature

Total number of pages including cover sheet, attachments, and document: 1

09/02/1999 11:11:11 00000173 7553027
40.00 DP
375.00 DP

ASSIGNMENT

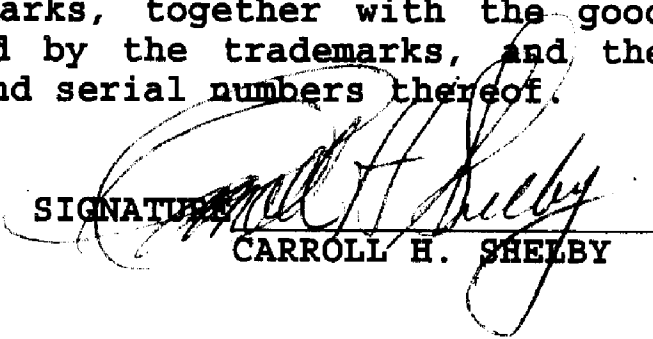
WHEREAS, Carroll H. Shelby, an individual whose address is 19020 Anelo Avenue, Gardena, California 90248, is the owner of the following trademarks which are registered or filed in the United States Patent and Trademark Office as indicated below:

MARK	REG NO.	ISSUE DATE
SHELBY AND DESIGN (AUTO PARTS)	864,154	1/28/69
CS, PLUS DESIGN	1,174,092	10/20/81
CS, PLUS DESIGN (CLOTHING)	1,260,061	12/06/83
CS AND COBRA DESIGN	1,261,629	12/20/83
GT 350 PLUS DESIGN (CLOTHING)	1,272,832	4/03/84
CS SHELBY PLUS SNAKE DESIGN	1,376,672	12/31/85
SHELBY AND DESIGN (CLOTHING)	1,376,673	12/31/85
"CS" LOGO (AUTOMOBILES)	1,423,787	1/06/87
GT 500 (MODEL KIT CARS)	1,516,537	12/13/88
GT 350 (MODEL KIT CARS)	1,521,137	1/17/89
SHELBY (VEHICLES)	1,538,090	5/09/89
427 S/C (AUTO PARTS)	1,728,573	10/27/92
SHELBY 427 S/C (AUTOS & PARTS)	1,768,020	4/27/93
SHELBY SERIES 1 (AUTOMOBILES)	2,265,334	7/29/99

MARK	SERIAL NO.	FILE DATE
FIA 289 (AUTOMOBILES)	75/453,027	3/19/98
SHELBY 427 S/C (OVERALL APPEARANCES OF THE BODY OF A VEHICLE)	75/586/777	11/12/98

AND;
 WHEREAS, said Carroll H. Shelby, has agreed to assign said trademarks and the registrations and serial numbers thereof to The Carroll Hall Shelby Trust, C/O M. Neil Cummings and Associates, 1800 Avenue of the Stars, Suite 1000, Century City, California 90067 NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, Carroll H. Shelby does, hereby assign unto the said Carroll Hall Shelby Trust, all rights, title and interest in and to said trademarks, together with the good will of the business symbolized by the trademarks, and the above identified registrations and serial numbers thereof.

DATED 8/23/99

SIGNATURE 
 CARROLL H. SHELBY