

09-29-1999

MRD
9-27-99



101157430

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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 #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year

Change of Name

Other

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)
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

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FOR OFFICE USE ONLY

09/28/1999 MTHA11 00000109 74557733

01 FC:481 40.00 OP

02 FC:482 175.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

1700
1700
1700
SUITE 101
WASHINGTON DC 20004

Pages

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

#

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)

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<input type="text" value="75323309"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved.

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Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

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.

Erica Peterson

9/21/99

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("ASSIGNMENT") is made and entered into as of this 27th day of August, 1999, by and between Stephen Quisenberry, Peter Kuo, Ming-Teng Lin, I-Sheng Lin, Kuo-Ping Wu, Tai-Ping Yeh, and Shu-Chen-Huang, jointly (hereinafter referred to, collectively, as the "Assignors"), and 105 Meridien, LLC, a Delaware limited liability company (hereinafter referred to as the "Assignee").

WHEREAS, Assignors own the marks identified on Schedule A attached hereto (the "Marks"), and are the joint owners of all worldwide right, title and interest in and to the registrations and applications for registrations for the Marks set forth in Schedule A; and

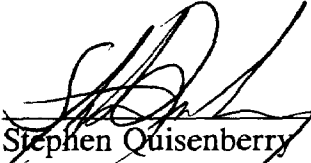
WHEREAS, Assignors and Assignee are parties to Unit Purchase Agreements of even date herewith, which provide for the assignment of the Marks, and the registrations and applications for registration therefor, from Assignors to Assignee, together with all goodwill associated therewith, and all common law rights therein.

NOW, THEREFORE, in consideration of the mutual covenants and obligations contained herein and in the Unit Purchase Agreements, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

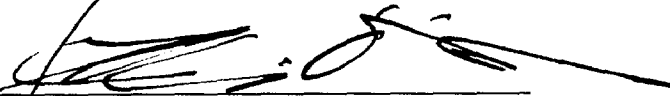
Assignors do hereby sell, assign, and transfer to Assignee, its successors and assigns, all of their worldwide rights, titles, and interests, in and to said Marks, all applications and registrations therefor, including specifically, but not limited to, those registrations and applications for registration of the Marks set forth in the attached Schedule A, together with any and all of the goodwill of the business symbolized by and associated with said Marks, and all income, royalties, fees, damages, and payments now or hereafter due or payable in respect thereto, and in and to any and all causes of action (either in law or in equity), and the right to enforce any rights and file any causes of action, including the right to recover damages, for any past, present, or future infringement, misappropriation and/or dilution of the Marks and any other rights assigned to Assignee under this Assignment.

And by this covenant Assignors agree to execute or procure any further necessary assurance of title to said Marks, registrations and applications; and at any time, upon the request and at the expense of said Assignee, will execute and deliver any and all papers that may be necessary or desirable to perfect the title to said Marks, registrations and applications in Assignee, its successors, assigns or other legal representatives; and to make a record with any and all government agencies, authorities, courts, tribunals, or third parties, of the fact that Assignee owns all right, title and interest in and to the Marks, registrations, and applications, and any and all goodwill associated therewith, and that Assignors no longer have any right, title or interest, of any kind or nature, in or to the Marks.

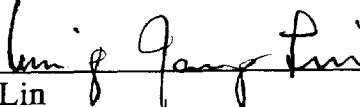
ASSIGNORS:



Stephen Quisenberry



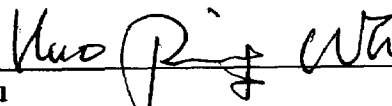
Peter Kuo



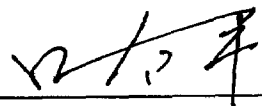
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I-Sheng Lin



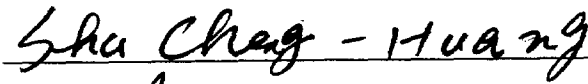
Kuo-Ping Wu



Tai-Ping Yeh



Shu-Chen-Huang

Dated: 
August 27, 1989

ASSIGNEE:

**105 MERIDIEN, LLC, a
Delaware limited liability company**

By: Bruce A. Olson

Title: Vice President

Dated: August 27, 1999

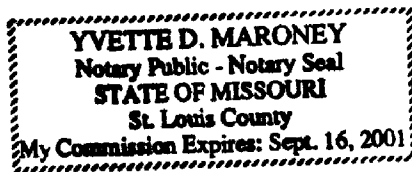
STATE of MISSOURI)
) SS
CITY of ST. LOUIS)

Before me this 27th day of August, 1999, personally appeared

Bruce A. Olson to me personally known to be the person described
in and who executed this instrument, and acknowledged to me that he executed the same of his
own free will for the purposes therein set forth.

Yvette D. Maroney
Notary Public

AFFIX SEAL



Schedule A

U.S. Trademark Registrations

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
CYCLESMITH	1,762,718	4/6/93	74/303,954	8/12/92
CYCLESMITH & DESIGN	1,768,568	5/4/93	74/304,109	9/12/92
MOUNTAINSMITH	1,703,288	7/28/92	74/116,964	11/20/90
105° & MOUNTAIN DESIGN	2,190,403	9/22/98	75/230,837	1/24/97

U.S. Trademark Applications

<u>Mark</u>	<u>Ser. No.</u>	<u>Filing Date</u>
105° MERIDIEN & DESIGN	74/557,733	8/5/94
ANVIL	75/323,312	7/11/97
ANVIL	75/323,313	7/11/97
MOUNTAINSMITH LLC	75/323,309	7/11/97