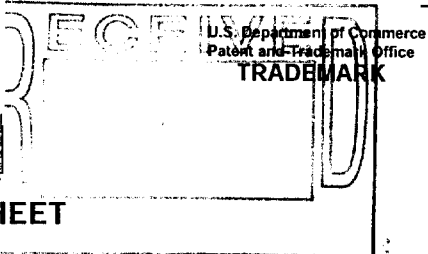


02-09-2000

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



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MMP  
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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  
Effective Date  
Month Day Year
- Merger
- 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  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

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02/08/2000 TTON11 00000302 122475 1563988

01 FC:481 40.00 CH  
02 FC:482 150.00 CH

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.

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

TRADEMARK  
REEL: 002018 FRAME: 0706

**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)

**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)		
<input type="text" value="75677937"/>	<input type="text" value="75670148"/>	<input type="text" value="75325395"/>	<input type="text" value="1563988"/>	<input type="text" value="2087318"/>	<input type="text" value="2207441"/>
<input type="text" value="75320956"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved. #

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

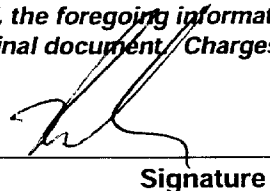
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #

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.

Brian A. Schar, Reg. No. 45,076

  
Signature

Dec. 22, 1999

Date Signed

## TRADEMARK ASSIGNMENT

Assignment made as of August 19, 1999, by Performance Marketing, Inc., a California corporation ("Assignor") to Street Scene Manufacturing, Inc., a California corporation ("Assignee").

WHEREAS, Assignor has adopted, used, and is using certain trademarks (the "Trademarks") in connection with its business;

WHEREAS, Assignor has applied to obtain registrations for the Trademarks in the United States Patent and Trademark Office and the Canadian Intellectual Property Office (the "Applications"), with the application serial numbers identified in Exhibit A attached hereto;

WHEREAS, some of the Applications have been granted Canadian and United States trademark registrations (the "Registrations"), with the registration numbers identified in Exhibit A attached hereto;

WHEREAS, Assignee desires to receive an assignment of the full right, title, and interest in the Trademarks, and Assignor is willing to make such assignment;

WHEREAS, Assignor is assigning the Trademarks, the Registrations, and the Applications to Assignee as part of the sale of the assets of the Performance Marketing and Street Scene Equipment Divisions of the Assignor, to which the Trademarks pertain; and

WHEREAS, Assignee desires to acquire the entire interest of the Assignor in the Trademarks, the Registrations, and the Applications.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks; the Registrations and all rights that arise from the Registrations; the Applications and any rights that arise from the Applications; all rights to seek other registrations of the Trademarks in the United States Patent and Trademark Office or the Canadian Intellectual Property Office or elsewhere; and all causes of action, past and future, for infringement of the Trademarks or other violations of the rights assigned hereunder.

Performance Marketing, Inc. (Assignor)

By: Scott Dunfrund  
(print)

Scott Dunfrund  
(sign)

Its: Vice Chairman

STATE OF CALIFORNIA )  
 ) SS:  
COUNTY OF LOS ANGELES )

On this 14th day of August, 1999, before me personally appeared SCOTT DUNFRUND, who acknowledged himself to be the VICE CHAIRMAN of PERFORMANCE MARKETING INC, and that he, as such VICE CHAIRMAN, being authorized to do so, executed this instrument on behalf of such corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Sharon Rose Hatch  
Notary Public

(Affix stamp)



6040636v1

# TRADEMARK

## Registrations

<u>Type</u>	<u>Number</u>	<u>Jurisdiction</u>	<u>Description</u>
Trademark	1563988	US	PM Logo
Trademark	2087318	US	SS Street Scene Equipment & Design
Trademark	2207441	US	Street Smart

## Pending Applications

<u>Type</u>	<u>Number</u>	<u>Jurisdiction</u>	<u>Filing Date</u>	<u>Description</u>
Trademark	75-677937	US	04/08/99	Street Scene Equipment
Trademark	75-670148	US	03/29/99	Street Scene Equipment & Design
Trademark	75-325395	US	07/16/97	Speed Grille Design
Trademark	75-320956	US	07/08/97	Speed Grille