

02-11-2000



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FORM PTO-1618A
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OMB 0651-0027

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

JAN 31 1999

MWD
1-31-00

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 Change of Name
 - Other _____
- Effective Date
Month Day Year
02 03 1999

Conveying Party

Mark if additional names of conveying parties attached

Name Capital Distribution, Inc. Execution Date
Month Day Year
02 03 1999

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name Land Breeze, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 31072 Brooks Street

Address (line 2) _____

Address (line 3) South Laguna CA 92677
City State/Country Zip Code

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

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.)

02/09/2000 JSHABAZZ 00000119 1918035
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FOR OFFICE USE ONLY

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: 002020 FRAME: 0683

JAN 31 2000

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)

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

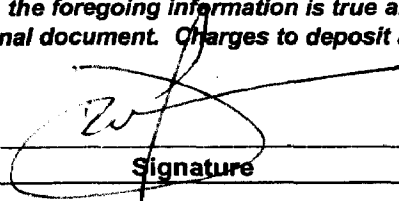
No

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, indicated herein.

Bryan M. Friedman

Name of Person Signing



Signature

1/31/00

Date Signed

Refund Ref: 00276020
02/08/2000

CHECK Refund Total: \$60.00

ASSIGNMENT OF TRADEMARKS


WHEREAS, Capital Distribution, Inc., with an address of 17032 Murphy Ave., Irvine, California 92614, Assignor, adopted and used and is using those trademarks identified in Exhibit A hereto.

WHEREAS, Land Breeze, Inc., with an address of 31072 Brooks Street, South Laguna, California 92677, Assignee, is desirous of acquiring said marks and the registration thereof;

THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above-identified registration thereof.

IN WITNESS WHEREOF, the undersigned has executed this Assignment of Trademarks as of February 3, 1999.

CAPITAL DISTRIBUTION, INC.

By:  CEO

Vincent de la Peña,
Chief Executive Officer

EXHIBIT A TO ASSIGNMENT OF TRADEMARKS

<u>MARK</u>	<u>COUNTRY</u>	<u>APPLICATION NO./ REGISTRATION NO.</u>
SPARE	AUSTRALIA	733323
SPARE	CTM	84079
SPARE SNOW ARMOR	CANADA	444,607
SPARE SNOW ARMOR	JAPAN	3212602
SPARE SNOW ARMOR	USA	1,918,035

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Orange

On Oct 19, 1999 before me, Sheri L. Stroffe, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Vincent De La Pena
Name(s) of Signer(s)

personally known to me – OR – proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Sheri L. Stroffe
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Assignment of Trademarks

Document Date: NO DATE Number of Pages: 2

Signer(s) Other Than Named Above: NONE

Capacity(ies) Claimed by Signer(s)

Signer's Name: Vincent De La Pena Signer's Name: _____

- Individual
- Corporate Officer
Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

Signer Is Representing:

- Individual
- Corporate Officer
Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

Signer Is Representing:

