

04-04-2000

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

FORM PTO-1594
(Rev. 6/93)

OMB No. 0651-0011 (exp. 4/94)

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To the Honorable Commissioner of Patents and Trademarks: Please return the attached original documents or copy thereof.

1. Name of conveying party(ies):
William S. Johnstone, Jr. Trustee of
Sam M. and Demetra M. Winston
Community Property Trust; and
Demetra M. Winston

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: May 17, 1997 by Trustee
April 24, 1997 by Demetra M. Winston

2. Name and address of receiving party(ies)

Name: Oliver & Winston Inc.
Internal Address: _____
Street Address: 900 W. Alameda Avenue
City: Burbank State: CA ZIP: 91506

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

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE Schedule "A"

Additional numbers attached? Yes No

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

Name: John L. Sullivan, Jr., Esq.
Alston & Bird LLP
Internal Address: P.O. Drawer 34009

Street Address: 1211 E. Morehead Street

City: Charlotte State: NC ZIP: 28234

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

If additional fees are needed please use

8. Deposit account number:

16-0605

(Attach duplicate copy of this page if paying by deposit account)

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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.

John L. Sullivan, Jr.
Name of Person Signing

Signature

Feb. 23, 2000
Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments TRADEMARK

Washington, D.C. 20231

REEL: 002043 FRAME: 0001

SCHEDULE "A

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>ISSUED</u>
WINSTON	934,470	5-23-72
WINSTON	1,047,633	9-7-76
SAM WINSTON	1,353,929	8-13-85
WINSTON	1,366,473	10-22-85
WINSTON TIRES & Design	1,382,684	2-11-86

TRADEMARK ASSIGNMENT

William S. Johnstone, Jr., Trustee of the Sam M. and Demetra M. Winston Community Property Trust dated January 8, 1990, with offices at 301 East Colorado Boulevard, Suite 900, Pasadena, California 91101; and Demetra M. Winston, 17 Cadogan Lane, Belgravia, London SW1, England; hereinafter jointly identified as **ASSIGNORS**; are each the owners of undivided one-half interests in the following trademarks, trademark registrations, and trademark application (hereinafter collectively **TRADEMARKS**):

MARK	SER. NO./REG. NO.	FILING DATE/DATE OF REG.
WINSTON (automobile tires) (U.S.)	Ser. No. 378552 U.S. Reg. No. 934,470	Filed: 12/14/70 Issued: 05/23/72
WINSTON (vehicle tires) (MEXICO)	Not yet assigned	Probable filing in April 1997
WINSTON (tires) (CANADA)	Appl. No. 372303 Canadian Reg. No. 209,774	Filed: 02/07/74 Issued: 10/03/75
Personal signature of Sam Winston (automobile tires) (U.S.)	Ser. No. 73/521,740 U.S. Reg. No. 1,353,929	Filed: 02/11/85 Issued: 08/13/85
Winston tires logo (automobile tires) (U.S.)	Ser. No. 73/521,724 U.S. Reg. No. 1,382,684	Filed: 02/11/85 Issued: 02/11/86
WINSTON (stylized) (automobile tires) (U.S.)	Ser. No. 079369 U.S. Reg. No. 1,047,633	Filed: 03/08/76 Issued: 09/07/76
WINSTON (stylized) (tires) (CANADA)	Appl. No. 402867 Canadian Reg. No. 240,790	Filed: 10/04/76 Issued: 03/07/80
WINSTON (banners) (U.S.)	Ser. No. 524570 U.S. Reg. No. 1,366,473	Filed: 02/28/85 Issued: 10/22/85

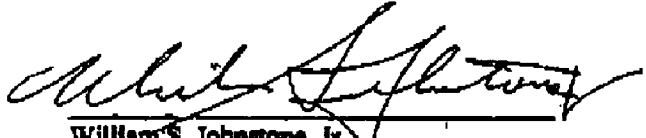
Also included in the **TRADEMARKS** are all persons rights licensed or otherwise granted by Sam M. Winston in an Agreement of August 13, 1985 with Oliver & Winston, Inc.

Oliver & Winston, Inc., a California corporation (hereinafter OLIVER & WINSTON), 900 West Alameda Avenue, Burbank, California 91506, wishes to acquire the entire ownership of the TRADEMARKS, and ASSIGNORS are willing to assign these rights.

Now, therefore, in consideration of ten dollars in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS hereby assign to OLIVER & WINSTON all right, title and interest in and to the TRADEMARKS, together with the goodwill of the business symbolized by the TRADEMARKS, and including the right to sue and recover for any past infringement of the TRADEMARKS.

ASSIGNORS warrant that they own the TRADEMARKS herein conveyed, and that those rights are assigned free and clear of any liens or other encumbrances. This Assignment may be executed in counterparts, and such separately signed documents shall be fully equivalent to a jointly executed single document. ASSIGNORS agree to execute any confirming assignment documents which may be needed to record OLIVER & WINSTON as the owner of the TRADEMARKS. ASSIGNORS hereby waive and release any claims to future payments under the provisions of an Agreement and a License Agreement, both dated August 13, 1985, between Sam M. Winston and OLIVER & WINSTON.

May 17 1997
Date


William S. Johnstone, Jr.
Trustee of the Sam M and
Demetra M. Winston Community
Property Trust dated
January 8, 1990

April 24, 1997
Date


Demetra M. Winston

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