



04-26-2000



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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
- 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/AK/A/T/A

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

04/25/2000 DNGUYEN 00000081 75843608

FOR OFFICE USE ONLY

01 FC:401 40.00 OP
02 FC:402 100.00 OP

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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: 002059 FRAME: 0121

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="75843608"/>	<input type="text" value="75843611"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75843609"/>	<input type="text" value="75843612"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75843610"/>	<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.

Kristin L. Burns

Kristin L. Burns 03/16/00

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

Mighty Distributing System of America, Inc., a Georgia corporation, with a principal office at 650 Engineering Drive, Norcross, Georgia 30092 ("Assignor") is the owner of the trademark and service mark applications and registrations specified on Exhibit A (the "Marks").

In connection with the restructuring of Assignor and/or its affiliates, and in exchange for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to MDSA, LLC, a Georgia limited liability company ("Assignee"), any and all right, title, and interest in and to the Marks, and the registrations and applications for registration of the Marks worldwide, together with the goodwill of the business symbolized by and associated with the Marks and consent to register the Marks that are the subject of pending applications.

Assignor consents to and requests recordation of this transfer and further requests that all official documents and communications relating to the Marks or the registrations therefor issue and deliver to Assignee. Assignor shall execute any other documents which Assignee deems necessary to effectuate the terms of this assignment or to fully exploit and/or enforce the rights hereby assigned.

This instrument shall inure to the benefit of Assignee and its successors, assigns and legal representative, and shall be binding upon Assignor and its successors, assigns and legal representatives.

Assignor has hereunto caused its name to be signed this 14th day of December, 1999.

ASSIGNOR:
**MIGHTY DISTRIBUTING SYSTEM
OF AMERICA, INC**

By: 

Name: Kenneth S. Voelker

Title: President

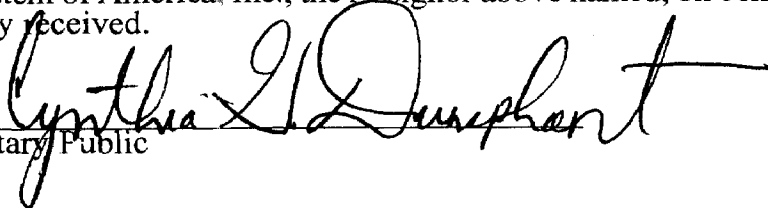
* * * *

STATE OF GEORGIA)

ss.

COUNTY OF GWINNETT)

On this 14th day of December, 1999, before me personally appeared KENNETH S. VOELKER, the person who signed this instrument, and acknowledged to me that he/she signed it as a free act on and for the purposes hereof an authorized representative of Mighty Distributing System of America, Inc., the Assignor above named, on behalf of Assignor and pursuant to authority duly received.


Notary Public

My Commission Expires: **May 22, 2001**

EXHIBIT A

Registered Marks

<u>Mark</u>	<u>Country</u>	<u>Registration Date</u>	<u>Registration No.</u>
MIGHTY (stylized)	U.S.A.	12/26/89	1572864
ENGINE GUARD	U.S.A.	06/18/91	1648077
MIGHTY XL-2000	U.S.A.	09/06/94	1853034
MIGHTY (stylized)	Mexico	07/06/93	436861
MIGHTY (stylized)	Mexico	05/15/96	522101
MIGHTY (stylized)	Bahamas	05/20/94	16479
MIGHTY	Bahamas	05/20/94	16312
MIGHTY (stylized)	Canada	07/21/97	TMA478772
MIGHTY XL-2000	Canada	10/01/99	TMA517496
MIGHTY (stylized)	Norway	01/02/98	187854

Applications

<u>Mark</u>	<u>Country</u>	<u>Filing Date</u>	<u>Serial No.</u>
ENGINE GUARD II	U.S.A.	11/09/99	Not yet available
MIGHTY POWER 3	U.S.A.	11/09/99	Not yet available
MIGHTY POWER CORE	U.S.A.	11/09/99	Not yet available
MIGHTY POWER CORE PLUS	U.S.A.	11/09/99	Not yet available
MIGHTY PROFITWATCH	U.S.A.	02/13/98	75/434447
MIGHTY SYSTEM XL	U.S.A.	11/16/98	75/589293
PARTS AND SMARTS	U.S.A.	11/09/99	Not yet available