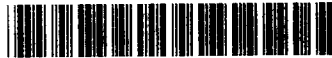


08-07-2000

COVER SHEET

Docket No.:



ONLY

40805.1.

7.14.00

101424585

Tab settings

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

1. Name of conveying party(ies): ARIES SUPPLY & EQUIPMENT CO., INC.
7251 VARNA AVENUE
NORTH HOLLYWOOD, CALIFORNIA 91605

2. Name and address of receiving party(ies):
Name: Alkota Cleaning Systems, Inc.

Internal Address: P.O. Box 288

Street Address: 110 Iowa Street

City: Alcester State: SD ZIP: 57001

- Individual(s)
- General Partnership
- Corporation-State California
- Other

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

Additional names(s) of conveying party(ies) Yes No

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: June 29, 2000

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

Additional numbers Yes No

B. Trademark Registration No.(s)
1,797,541

 Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Charles D. Segelbaum
Internal Address: Fredrikson & Byron, P.A.
1100 International Centre

Street Address: 900 Second Avenue South

City: Minneapolis State: MN ZIP: 55402

6. Total number of applications and registrations involved:..... **One**

7. Total fee (37 CFR 3.41):.....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
06-1910

DO NOT USE THIS SPACE

08/07/2000 NTHA11 00000016 1797541
01 FC:481 40.00 00

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.

Charles D. Segelbaum
Name of Person Signing

Charles D. Segelbaum
Signature

July 11, 2000
Date

Total number of pages including cover sheet, attachments, and

4

ASSIGNMENT

WHEREAS, ARIES SUPPLY & EQUIPMENT CO., INC., a California corporation, ("ARIES") having its principal offices at 7251 Varna Avenue, North Hollywood, California 91605, has adopted, used, is using and is the owner of the right, title and interest in and to the following registered trademark, U.S. Reg. No. 1,797,541: ALL AMERICAN THE BEST UNDER PRESSURE.

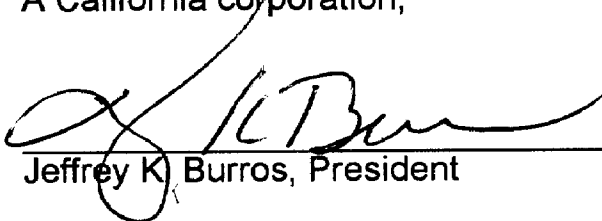
WHEREAS, ALKOTA CLEANING SYSTEMS, INC., a South Dakota corporation, having its principal offices at 110 Iowa Street, P.O. Box 288, Alcester, South Dakota 57001 ("ALKOTA"), is desirous of acquiring the entire right, title and interest in and to said registered trademark,

NOW, THEREFORE, in consideration of the sum of ten dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, ARIES hereby assigns to ALKOTA all right, title and interest ARIES has acquired in the United States in and to said registered trademark together with the goodwill of the business symbolized by said trademark.

Signed at WOODLAND HILL, CA this 29 day of JUNE, 2000.

ARIES SUPPLY & EQUIPMENT CO., INC.
A California corporation,

By


Jeffrey K. Burros, President