

09-06-2000

REC

8700



101450451

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks

Please record the attached original document or copy thereof.

1. Name of conveying party(ies):

Nitches, Inc.

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

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

2. Name and Address of receiving party(ies):

Name: Ocelot Engineering, Inc.

Internal Address: _____

Street Address: 55 South H. Street

City: San Bernardino

State: California Zip: 92410

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation- 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

3. Nature of conveyance:

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

Execution Date: June 5, 2000

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,086,691

Additional numbers attached?

Additional numbers attached? No

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

Name: Thomas W. Cook

Internal Address: _____

Street Address: P.O. Box 1989

3030 Bridgeway, Suite 425

City: Sausalito

State: California Zip: 94965

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):..... \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

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

DO NOT USE THIS SPACE

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.

Thomas W. Cook

Name of Person Signing

Signature

August 2, 2000

Date

Total number of pages comprising cover sheet: 1

Do not detach this portion

09/01/2000 NTHAI1

00000269 2086691

01 FC:481

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

40.00 OP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503

TRADEMARK
REEL: 002129 FRAME: 0718

U.S. TRADEMARK ASSIGNMENT

WHEREAS Nitches, Inc. (formerly Beeba's Creations, Inc.) a corporation organized under the laws of the State of California, whose business address is 10280 Camino Santa Fe, San Diego, California 92121 United States of America ("Nitches"), has, in connection with its business, registered the mark:

CHAPARRAL RIDGE

(the "Mark") with the United States Patent and Trademark Office, and has continuously used the mark in commerce on or in connection with the goods identified in registration number 2,086,691.

WHEREAS Ocelot Engineering, Inc., a corporation organized under the laws of the State of California, whose business address is 55 South H. Street, San Bernardino, California 92410, United States of America ("Ocelot") is desirous of acquiring the Mark, the federal registration thereof, and the goodwill associated therewith, and use the Mark in commerce on or in connection with the goods identified in registration number 2,086,691.

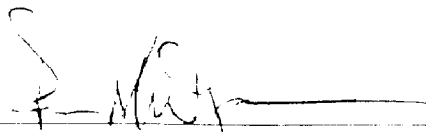
WHEREFORE Nitches hereby represents and warrants the following: (a) Nitches is now a corporation in good standing in the State of California, (b) Paul M. Wyandt is the Assistant Secretary of Nitches and, as such, is fully authorized to execute this assignment on behalf of Nitches, (c) Nitches has not, previous to the execution of this document assigned or encumbered the Mark in any manner or form, and (d) Nitches is under no obligation to any other entity in respect of the Mark, and that it will not assign any interest in, or in any way encumber, the Mark separate and apart from this agreement.

NOW, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Nitches does hereby assign unto said Ocelot all right, title and interest in and to the Mark, together with the good will of the business symbolized by the Mark, and the above-identified registration thereof.

I, Paul M. Wyandt, Assistant Secretary of said Nitches, Inc. do hereby execute this assignment document on the date set forth below.

Nitches, Inc.

Date: July 8, 2000

By: 
Paul M. Wyandt
Assistant Secretary

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No. 907

State of California

County of San Diego

On July 18, 2000 before me, Judith A. Brown, Notary Public

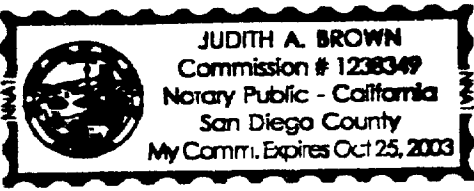
DATE

NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Paul M. Weyandt

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.

Judith A. Brown
SIGNATURE OF NOTARY

OPTIONAL

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

CAPACITY CLAIMED BY SIGNER

DESCRIPTION OF ATTACHED DOCUMENT

INDIVIDUAL
 CORPORATE OFFICER
Asst. Secretary
TITLE(S)

US Trademark Assignment
TITLE OR TYPE OF DOCUMENT

PARTNER(S) LIMITED
 GENERAL
 ATTORNEY-IN-FACT
 TRUSTEE(S)
 GUARDIAN/CONSERVATOR
 OTHER:

1
NUMBER OF PAGES

July 18, 2000
DATE OF DOCUMENT

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)
Mitchell Inc.

/
SIGNER(S) OTHER THAN NAMED ABOVE