

11-03-2000



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10-23-00

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 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

02036529

- 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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other

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.)

Citizenship/State of Incorporation/Organization

11/02/2000 GTDN11 00000139 02036529

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 DP
25.00 DP

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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: 002167 FRAME: 0487

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:

#

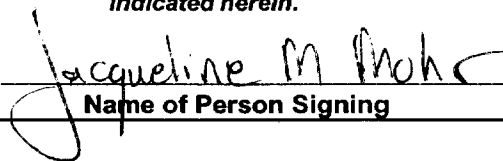
Authorization to charge additional fees:

Yes

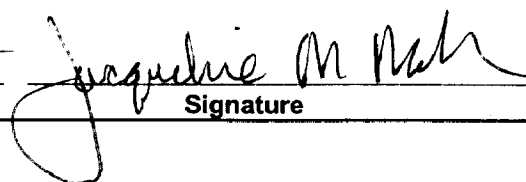
No

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, as indicated herein.



Name of Person Signing



Signature

10-17-00

Date Signed

COLLATERAL ASSIGNMENT OF REGISTRATION OF A MARK

Whereas, OZZIE'S PIPELINE PADDER, INC., an Arizona corporation, with an address at 7520 East Adobe Drive, Scottsdale, Arizona 85255 ("Assignor"), has adopted, used and is the owner of and is using in its business a mark which is registered in the United States Patent and Trademark Office, Registration No. 1,505,588, first registered September 27, 1998; and

Whereas, BANK OF AMERICA, N.A. a national banking association, with an address at Arizona Commercial Banking, Mail Code AZ1-101-13-05, 101 North First Avenue, 13th Floor, Phoenix, Arizona 85003-1902, the lender under a Business Loan Agreement with Assignor dated as of October 13, 2000 ("Bank of America"), is desirous of acquiring a security interest in and lien upon said mark and registration thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, and to secure all present and future Obligations of Assignor described in the Business Loan Agreement, Assignor hereby collaterally assigns and grants a security interest to Bank of America, in and to all right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and the above-identified registration thereof.

OZZIE'S PIPELINE PADDER, INC.

By Mark Osadchuk
Mark Osadchuk, President

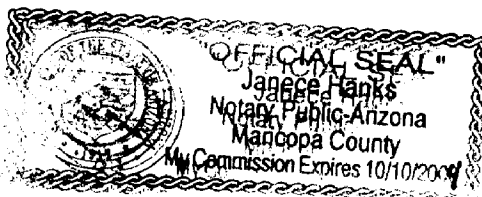
STATE OF ARIZONA)
) ss.
County of Maricopa)

The foregoing instrument was acknowledged before me this 13th day of October, 2000, by Mark Osadchuk, the President of OZZIE'S PIPELINE PADDER, INC., an Arizona corporation.

Janece Hanks
Notary Public

My Commission Expires:

10-10-04
Commission # 26122



COLLATERAL ASSIGNMENT OF REGISTRATION OF A MARK

Whereas, OZZIE'S PIPELINE PADDER, INC., an Arizona corporation, with an address at 7520 East Adobe Drive, Scottsdale, Arizona 85255 ("Assignor"), has adopted, used and is the owner of and is using in its business a mark which is registered in the United States Patent and Trademark Office, Registration No. 2,036,529, first registered February 11, 1997; and

Whereas, BANK OF AMERICA, N.A. a national banking association, with an address at Arizona Commercial Banking, Mail Code AZ1-101-13-05, 101 North First Avenue, 13th Floor, Phoenix, Arizona 85003-1902, the lender under a Business Loan Agreement with Assignor dated as of October 13, 2000 ("Bank of America"), is desirous of acquiring a security interest in and lien upon said mark and registration thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, and to secure all present and future Obligations of Assignor described in the Business Loan Agreement, Assignor hereby collaterally assigns and grants a security interest to Bank of America, in and to all right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and the above-identified registration thereof.

OZZIE'S PIPELINE PADDER, INC.

By Mark Osadchuk
Mark Osadchuk, President

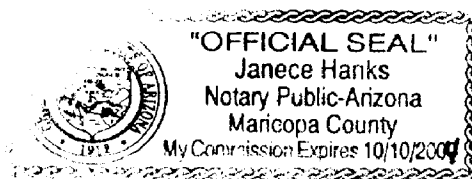
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Janece Hanks
Notary Public

My Commission Expires:

10-10-04
Commission # 26122



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10/12/00

RECORDED: 10/23/2000

TRADEMARK
REEL: 002167 FRAME: 0490