

02-15-2001



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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 #
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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

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Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

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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

02/14/2001 DBYRNE 00000059 121095 2081191

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Mail documents to be recorded with required cover sheet(s) information to:
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

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Correspondent Name and Address

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Name

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Pages

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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.

GREGORY S. GEWIRTZ

Name of Person Signing



Signature

1/24/01

Date Signed

ASSIGNMENT

WHEREAS, Amano Cincinnati, Inc., a Delaware corporation, having a principal place of business at 140 Harrison Avenue, Roseland, New Jersey 07068, is the owner of the following trademark(s) now registered in the United States Patent and Trademark Office which mark has been and is being used by a related company:

<u>Mark</u>	<u>Registration No.</u>	<u>Registration date</u>
TRUTRACK	2,081,191	July 22, 1997

WHEREAS, Cybershift.com Holdings, Inc., a Delaware corporation, having a present place of business at 239 New Road, Building A, 3rd Floor, Parsippany, New Jersey 07054, is desirous of acquiring the registered TRUTRACK trademark;

NOW, THEREFORE, in consideration of and in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged. Amano Cincinnati, Inc. does hereby assign unto Cybershift.com Holdings, Inc. all right, title, and interest in and to said TRUTRACK trademark together with the goodwill of the business symbolized by the trademark and the registration thereof.

Amano Cincinnati, Inc. does also hereby assign, sell, transfer and set over unto Cybershift.com Holdings, Inc. all claims for damages for reason of past infringement of the TRUTRACK trademark, as well as the right to sue for and collect the same for its own use and enjoyment.

Amano Cincinnati, Inc. further authorizes the Commissioner of Patents and Trademarks of the United States and any official of any country or countries foreign to the United States whose duty it is to record trademark registrations, applications and title thereto, to record the TRUTRACK trademark and title thereto as the property of Cybershift.com Holdings, Inc., its successors, legal representatives and assigns in accordance with the terms of this instrument.

IN WITNESS WHEREOF, Amano Cincinnati, Inc. has caused this Assignment to be executed and delivered on its behalf as of the date first below written.

Amano Cincinnati, Inc.

Dated: 12/20/2000

O. Okagaki
By: Osamu Okagaki
Title: President

STATE OF New Jersey)
COUNTY OF Essex)

On this 20 day of DEC., 2000, before me appeared O. OKAGAKI, the person who signed this instrument. who acknowledged that he signed it as a free act on behalf of Amano Cincinnati with authority to do so.

Patricia M. Pearson
Notary Public
Document 8

Patricia M. Pearson
Notary Public of New Jersey
My Commission Expires Nov. 9, 2004