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03-02-2001



Docket No.:

042877-00001

Tab settings

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To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

Rite-Way Service, Inc.

2.12.01

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

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: January 1, 2001

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

Name: Carpet Rite, LLC

Internal Address:

Street Address: 331 First Avenue North

City: Birmingham State: AL ZIP: 35204

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Co. organized in Alabama

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

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

A. Trademark Application No.(s)

B. Trademark R

2197705



02-12-2001

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

Additional numbers

Yes No

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

Name: Timothy A. Bush, Esq.

Internal Address:

03/01/2001 GTON11 00000062 2197705

01 FC:481 40.00 DA

Street Address: 2311 Highland Avenue South

City: Birmingham State: AL ZIP: 35205

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:

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.

Timothy A. Bush, Esq.

Name of Person Signing

[Signature]

Signature

2/12/01

Date

3

Total number of pages including cover sheet, attachments, and

STATE OF ALABAMA)

JEFFERSON COUNTY)

ASSIGNMENT OF TRADEMARK

THIS AGREEMENT, made and entered into as of the 1 day of January, ~~2000~~ 2001, by and between **RITE-WAY SERVICE, INC.**, a corporation organized and existing under the laws of the State of Alabama (hereinafter referred to as "Transferor"), and **CARPET RITE, LLC**, a limited liability company organized and existing under the laws of the State of Alabama (hereinafter referred to as the "Company"), as follows:

WITNESSETH:

WHEREAS, the Transferor, as the sole member, has caused the Company to be formed;

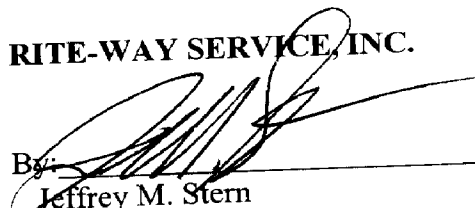
NOW, THEREFORE, in consideration of the premises and of the mutual covenants and undertakings of the parties herein set forth, it is agreed as follows:

1. Transferor hereby assigns, transfers and conveys unto the Company all rights, title and interest in and to the service mark of CARPET RITE, the associated federal trademark registration (Reg. No. 2197705), the associated state trademark registration (Reg. No. 106-878), and any and all goodwill of Transferor's business associated with said mark, as a capital contribution to the Company.

2. The above transaction is pursuant to a tax-free exchange under Section 721 of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, the Company, by and through its duly authorized officer, and the Transferor, by and through its duly authorized manager, have caused this Agreement to be executed under seal on the 1 day of January, ~~2000~~ 2001.

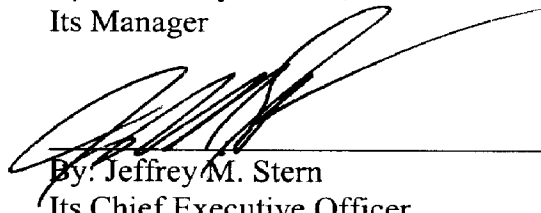
RITE-WAY SERVICE, INC.

By: 
Jeffrey M. Stern
Its Chief Executive Officer

(TRANSFEROR)

CARPET RITE, LLC

By: Rite-Way Service, Inc.
Its Manager



By: Jeffrey M. Stern
Its Chief Executive Officer

(COMPANY)