

04-02-2001

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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

19 2001

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

Change of Name

Other \_\_\_\_\_

Effective Date  
Month Day Year  
02102000

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name THOMSON FINANCE S.A.

02232001

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization LUXEMBOURG

Receiving Party

Mark if additional names of receiving parties attached

Name MITCHELL INTERNATIONAL, INC.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 9889 WILLOW CREEK ROAD

Address (line 2) \_\_\_\_\_

Address (line 3) SAN DIEGO CA 92131

City

State/Country

Zip Code

Individual  General Partnership  Limited Partnership

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization DELAWARE

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.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
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TRADEMARK  
REEL: 002262 FRAME: 0475

**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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="1980882"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**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.

Marnie Wright Barnhorst, Esq.  
Name of Person Signing

[Signature]  
Signature

3.15.01  
Date Signed

04/02/2001 TBIAZ1 00000095 1980882

OK FC:481

40.00 DP

ASSIGNMENT OF FEDERAL TRADEMARK REGISTRATION

WHEREAS, Thomson Finance S.A. ("Assignor"), a Luxembourg corporation, having a place of business at 7 Boulevard Royal, Luxembourg, Luxembourg L-2449, was the owner of the trademark **ULTRA MATE** registered in the United States Patent and Trademark Office on June 18, 1996 and assigned Registration No: 1,980,882;

WHEREAS, Mitchell International, Inc. ("Assignee"), a Delaware corporation, having a place of business at 9889 Willow Creek Road, San Diego, Ca. 92131, was desirous of acquiring said registered trademark;

WHEREAS, Assignor and Assignee entered into an Asset Purchase Agreement dated February 10, 2000 providing for the transfer of the aforementioned trademark to Assignee; and

WHEREAS, Assignor and Assignee desire to have a recordable document evidencing such transfer;

NOW, THEREFOR, in consideration of the foregoing recitals and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby confirms that it previously transferred to Assignee all right, title and interest in the United States in and to said trademark together with all common law rights and the goodwill of the business symbolized by said trademark and registration thereof.

Signed at Zug Switzerland this 23rd day of February, 2001.

Thomson Finance S.A.

By \_\_\_\_\_

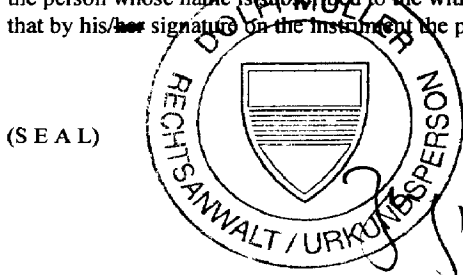
*V. N. Puri*  
(Signature)  
V. N. Puri Director  
(Print or type name and position - must be an officer)

STATE OF Switzerland  
) ss.  
COUNTY OF Zug

On 2/23, 2001, before me, the undersigned Notary Public, personally appeared Mr. V. N. Puri

personally known to me  
or  
 proved to me on the basis of satisfactory evidence to be

the person whose name is subscribed to the within instrument, and acknowledged to me that he/~~she~~ executed the same in his/~~her~~ capacity, and that by his/~~her~~ signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



*V. N. Puri*

(SEAL)

23. FEB. 2001

RECORDED: 03/19/2001

TRADEMARK  
REEL: 002262 FRAME: 0477