

04-23-2001

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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

APR - 2 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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- 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)

- 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

04/19/2001 GT0N11 00000169 133723 75701024

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 175.00 CH

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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. 20503
TRADEMARK

REEL: 002277 FRAME: 0826

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

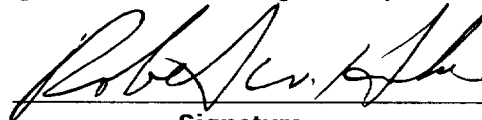
No

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.

Robert W. Hoke

Name of Person Signing



Signature

Mar 28, 2001

Date Signed

**ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS
(AND TRADE OR BUSINESS NAMES)**

WHEREAS, StreamWorks International Inc., a Washington corporation ("Assignor"), entered into an Asset Purchase Agreement dated May 19, 2000, with Minnesota Mining and Manufacturing Company, a Delaware corporation ("Assignee"); and

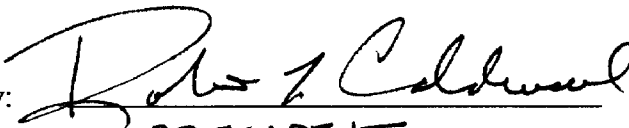
WHEREAS, Assignor is the owner of the trademarks and service marks listed and described in Schedule A attached hereto and by this reference incorporated herein,

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and intending to be legally bound, Assignor does hereby assign and transfer unto Assignee all right, title, and interest in and to the trademarks and service marks listed and described in Schedule A, together with the goodwill of the business symbolized thereby as well as the right to sue for past infringement and the right to collect damages therefor. Where such trademarks or service marks also are used as trade or business names, Assignor does hereby also assign and transfer unto Assignee all right, title, and interest in and to such trade or business names, together with the goodwill of the business symbolized thereby as well as the right to sue for past infringement and the right to collect damages therefor.

This Assignment is binding on Assignor, its successors and assigns, and will inure to the benefit of the Assignee, its successors and assigns. Nothing in this instrument, express or implied, is intended or shall be construed to confer upon, or give to, any person, corporation or entity other than Assignee, its successors and assigns, any remedy or claim under or by reason of this instrument, or any terms, covenants or conditions hereof, and all the terms, covenants and conditions in this instrument shall be for the sole and exclusive benefit of Assignee and its successors and assigns.

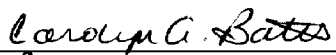
14TH IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed this day of February, 2001.

StreamWorks International Inc.,
a Washington corporation

By: 
Its: PRESIDENT

Accepted this 13th day of March, 2001.

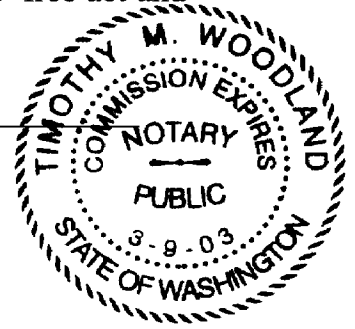
Minnesota Mining and Manufacturing Company,
a Delaware corporation

By: 
Its: Assistant Secretary

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

The foregoing instrument was acknowledged before me this 14th day of February 2001, by Robert L. Caldwell, the President of StreamWorks International Inc., a Washington corporation, and he acknowledged the same to be his free act and deed and the free act and deed of said corporation.

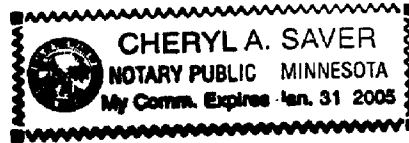
Timothy M. Woodland
Notary Public



STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

The foregoing instrument was acknowledged before me this 13th day of March, 2001, by Carolyn A. Bates, the Assistant Secretary of Minnesota Mining and Manufacturing Company, a Delaware corporation, and he acknowledged the same to be his free act and deed and the free act and deed of said corporation.

Cheryl A. Saver
Notary Public



**SCHEDULE A
TO
ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS
(AND TRADE OR BUSINESS NAMES)**

A. Registrations:

<u>Marks</u>	<u>U.S. Patent and Trademark Office Registration Nos.</u>	<u>Registration Dates</u>
DB DUN & Design	1,504,988	Sept. 20, 1988

B. Pending Applications for Registration:

<u>Marks</u>	<u>U.S. Patent and Trademark Office Application Serial Nos.</u>	<u>Filing Dates</u>
STREAMWORKS	75/701,024	May 10, 1999
STREAMWORKS	75/701,378	May 10, 1999
JW OUTFITTERS	76/010,069	March 27, 2000
SKYKOMISH	76/037,790	May 2, 2000
X-FLIES	76/037,791	May 2, 2000
MCKENZIE	76/037,792	May 2, 2000
TUBE BODIZ	76/037,793	May 2, 2000
CHARLTON		