

Form PTO-1594
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

MARK JOSEPH JACKSON

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: 18 May 2001

2. Name and address of receiving party(ies)

Name: GOATGEAR COMPANY LLC

Internal Address: _____

Street Address: 485 7th Avenue

City: New York State: NY Zip: 10018

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State

Other New Jersey Limited Liab. Co.

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2304599

Additional number(s) attached Yes No

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

Name: Thilo C. Agthe

Internal Address: _____

Alston & Bird LLP (NY)

Street Address: 90 Park Avenue

City: New York State: NY Zip: 10016

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:

230380

(Attach duplicate copy of this page if paying by deposit account)

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.

Thilo C. Agthe

Name of Person Signing



Signature

2 July 2001

Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS is made effective as of the ^{14th} day of ~~April~~^{May}, 2001, by and between MARK JOSEPH JACKSON, an individual resident of New Jersey (the "Assignor"), and GOATGEAR COMPANY, L.L.C., a New Jersey limited liability company (the "Assignee").

WHEREAS, Assignor owns certain rights, title and interest in and to the trademarks listed and designated as "licensed marks" in Schedule A annexed hereto (the "Licensed Marks") pursuant to that certain License Agreement, dated July 29, 1997, between Earl "Goat" Manigault and Mark J. Jackson;

WHEREAS, Assignor owns all right, title and interest in and to the GOATGEAR trademark listed on Schedule A annexed hereto (the "Owned Mark"; together with the Licensed Marks, the "Marks");

WHEREAS, the Assignee has exercised its option to purchase the Marks from Assignor in accordance with Article 9 of that certain Organization and Contribution Agreement, dated as of November 22, 1999, among Assignor, Assignee, HS LLC, a Delaware limited liability company, Patrick F. Jackson, Glen L. Farraye, Inc., Theodore D. Blood, and Thomas & Blood LLC, a New Jersey limited liability company;

WHEREAS, Assignor desires to assign, sell and transfer to Assignee, and Assignee desires to acquire from Assignor, the Marks, and any registrations and applications for registration therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee Assignor's entire right, title and interest in and to the Marks, along with any registrations and applications for registration therefor, together with the goodwill of the business symbolized by the Marks, and any and all rights of enforcement with respect to the Marks, including all rights of recovery based on past infringement of the Marks and any and all claims of action related thereto.

Dated: ~~April~~^{May} 18, 2001


Mark Joseph Jackson

Schedule A

Mark	Registration (Application) Number	Registration (Application) Date
GOATGEAR	2304599	28-Dec-99