



04-27-2001



04-20-2001

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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U.S. Patent & TMO/c/TM Mail Rpt Dt. #11

To the Honorable Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 4.20.01  
 Swag Industries  
 Individuals  Association  
 General Partnership  Limited Partnership  
 Corporation-Cayman Islands  
 Other \_\_\_\_\_  
 Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
 Name: Production Finance International, L.L.C.  
 Address: 905 West Riverside, Suite 607  
 City: Spokane State: WA ZIP: 99201  
 Individual(s) citizenship \_\_\_\_\_  
 Association State of \_\_\_\_\_  
 General Partnership State of \_\_\_\_\_  
 Limited Partnership State of \_\_\_\_\_  
 Corporation-State State of \_\_\_\_\_  
 Other Limited Liability Corporation - State of Washington  
 If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_  
 Execution date: March 29, 2001

4. Application numbers and registration numbers:  
 A. Trademark Application Nos. 75/871,119; 76/144, 314 and 75/583,845  
 Additional numbers attached?  Yes  No

B. Trademark Registration Nos. 1,994,102 and 1,981,840

5. Name and address of party to whom correspondence concerning document should be mailed.  
 James R. Uhlir, Esq.  
 CHRISTENSEN O'CONNOR  
 JOHNSON KINDNESS<sup>PLLC</sup>  
 1420 Fifth Avenue  
 Suite 2800  
 Seattle, WA 98101-2347  
 206.682.8100

6. Total number of applications and registrations involved: 5  
 7. Total fee (37 CFR 3.41):..... \$ 140.00  
 Check No. 127307 in the amount of \$140.00 is enclosed.  
 8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.*  
James R. Uhlir  
 Name of Attorney or Agent  
 Registration No. 25,096  
 Direct Dial 206.695.1703  
 Signature:   
 Date: April 16, 2001  
 Total number of pages including cover sheet, attachments and document: 2

OMB No. 0651-0011 (exp. 4/94)  
 I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231, on April 16, 2001.  
 Date: April 16, 2001

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04/26/2001 11:58:11 AM  
01 FC:461  
02 FC:462

TRADEMARK  
REEL: 002281 FRAME: 0089

**ASSIGNMENT OF TRADEMARKS AND PENDING APPLICATIONS AND REGISTRATIONS**

WHEREAS, Swag Industries, a Cayman Islands corporation, having a place of business at 5651 Palmer Way, Suite J, Carlsbad, California 92008, (hereinafter the "ASSIGNOR"), is the owner of the following trademarks and the U.S. applications and registrations therefor:

Mark	Serial No./Reg. No.	Filing Date/Issue Date
PROM	Serial No. 75/871,119	December 15, 1999
PROM	Reg. No. 1,994,102	August 13, 1996
SWAG	Reg. No. 1,981,840	June 25, 1996
TWIST	Serial No. 76/144,314	October 11, 2000
TWIST	Serial No. 75/583,845	October 27, 1998

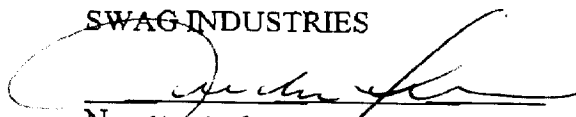
WHEREAS, Production Finance International, L.L.C., a Washington limited liability company, having a place of business at 905 West Riverside, Suite 607, Spokane, Washington 99201, (hereinafter the "ASSIGNEE") is desirous of acquiring said trademarks and the applications and registrations therefor;

NOW, THEREFORE, for sufficient, good, and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE its entire right, title to and interest in said trademarks and the goodwill of the business associated with the trademarks and the applications and registrations therefor.

The Commissioner of Patents and Trademarks is requested to issue the Certificates of Registration to ASSIGNEE for the pending applications.

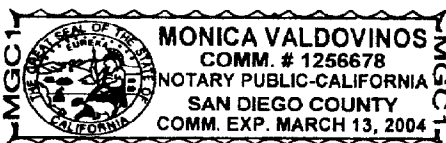
Executed at CARLSBAD, this 29 day of MARCH, 2001.

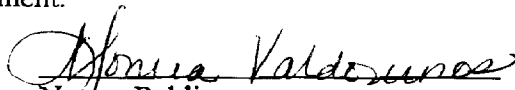
SWAG INDUSTRIES

  
Name: Andrew Friesen  
Title: President

STATE OF CALIFORNIA            )  
  )  
COUNTY OF SAN DIEGO        )

I certify that I know or have satisfactory evidence that ANDREW FRIESEN is the person who appeared before me, and said person acknowledged that he signed this instrument and on oath stated that he was authorized to execute the instrument, and acknowledged it as the PRESIDENT of Swag Industries to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.



  
Notary Public  
My commission expires MARCH 13, 2004