

Form PTO-1594
(Rev. 03/01)
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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):

Outboard Marine Corporation

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

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

3. Nature of conveyance:

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

Execution Date: **March 6, 2001**

2. Name and address of receiving party(ies)

Name: **Genmar IP LLC**

Internal

Address:

2900 IDS Center
Street Address: **80 South 8th Street**
City: **Minneapolis** State: **MN** Zip: **55402**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other **Limited Liability Company**

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)

1793585

Additional number(s) attached Yes No

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

Name: **Sion Kim, Esq.**

Internal Address: **Skadden, Arps, Slate,**

Meagher & Flom LLP

Street Address: **Four Times Square**

City: **New York** State: **NY** Zip: **10036-6522**

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:

19-2385

(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.

Sion Kim

Name of Person Signing



Signature

August 3, 2001

Date

Total number of pages including cover sheet, attachments, and document: **5**

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

ASSIGNMENT OF UNITED STATES TRADEMARKS,
AND
UNITED STATES REGISTRATIONS
AND PENDING APPLICATIONS FOR REGISTRATION THEREOF

WHEREAS, OUTBOARD MARINE CORPORATION, a corporation organized and existing under the laws of the State of Delaware, having a place of business at 100 Sea Horse Drive, Waukegan, IL 60085-2195 ("ASSIGNOR"), acquired, adopted, and used, and thereby owns, all rights, title, and interests in and to the trademarks and United States registrations thereof, and United States applications for registration thereof, identified in Exhibit A attached hereto and by this reference incorporated herein (the "Marks," "Registrations," and "Applications," respectively), along with any goodwill associated therewith; and

WHEREAS, pursuant to that certain agreement entitled, "Asset Purchase Agreement" entered into by and between ASSIGNOR and JTC Acquisition LLC ("JTC"), a limited liability company organized and existing under the laws of the State of Delaware, on February 5, 2001 (the "Asset Purchase Agreement"), ASSIGNOR has agreed to assign to JTC, or its designee, its entire rights, title, and interests in and to the Marks, Registrations, and Applications, along with any goodwill associated therewith (collectively referred to herein as the "Assigned Rights"); and

WHEREAS, in order to effectuate ASSIGNOR's assignment of its entire rights, title and interests in and to the Assigned Rights, and the goodwill associated therewith, to JTC's designee, Genmar IP LLC, a limited liability company organized under the laws of the State of Delaware ("ASSIGNEE"), ASSIGNOR is executing this instrument of assignment.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, ASSIGNOR does hereby sell, assign, convey, and transfer to ASSIGNEE, its successors, assigns, and legal representatives, its full and entire rights, title, and interests in and to the Assigned Rights identified in Exhibit A, and the goodwill associated therewith, the same to vest in ASSIGNEE.

ASSIGNOR hereby agrees that ASSIGNEE shall have the right to record this instrument of assignment in the United States Trademark Office so as to establish ASSIGNEE as owner of record of the Assigned Rights in the United States.

ASSIGNOR further agrees, at the request of ASSIGNEE and without charge or cost to ASSIGNEE (other than reimbursement of out-of-pocket expenses which are reasonably incurred), to: (i) execute and have executed any and all other documents of any kind whatsoever, and to provide any information that is in ASSIGNOR's possession or under its control that may be reasonably required to carry out the terms and intent of this Assignment; and (ii) fully cooperate with ASSIGNEE, as reasonably required, to enable ASSIGNEE to duly record this instrument of assignment with the United States Patent and Trademark Office so that ASSIGNEE's ownership of the Assigned Rights is duly made of record in the United States.

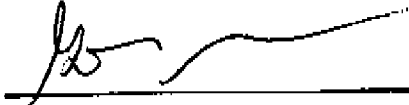
Notwithstanding anything to the contrary herein, ASSIGNOR makes no representation or warranties regarding the Assigned rights, except as and to the extent set forth in the Asset

Purchase Agreement. This Assignment is subject and subordinate to all of the terms and provision of the Asset Purchase Agreement, and in the event of any conflict between any term or provision hereof and any term or provision of the Asset Purchase Agreement, the latter shall control..

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed on the date indicated below.

OUTBOARD MARINE CORPORATION ("ASSIGNOR")

Dated: March 6th, 2001

By:  _____

Name: Gordon G. Repp

Title: Assistant Secretary

State of Illinois)
) SS
County of Lake)

On this 6th day of March, 2000, before me,

Linda J. Naden, the undersigned Notary Public, personally appeared

personally known to me OR

_____ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Linda J. Naden
Notary's Signature

SCHEDULE OF TRADEMARKS

MARK	COUNTRY (STATE)	REG. NO. (APP. NO)	REG. DATE (FILING DATE)	RECORD OWNER	COMMENTS
SPYDER	U.S.	1793585 (74/288271)	09/21/93 (06/26/92)	OUTBOARD MARINE CORPO- RATION	REGISTERED