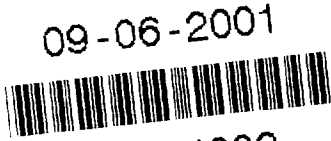


To the Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Davoil, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other _____



08/24/01

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

3. Nature of conveyance:

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

Execution Date: **August 21, 2001**

Name and address of receiving party(ies):

Name: **Quorum International, L.P.**
 Internal Address: **2550 Downing Drive**
 Street Address: **2550 Downing Drive**
 City: **Fort Worth** State: **Texas** Zip: **76161**

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

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)

2,149,301 **1,934,588**
1,919,325 **1,889,783**
1,919,303

Additional numbers attached? Yes No

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

Name: **Melvin A. Hunn**

HILL & HUNN LLP

201 Main Street, Suite 1440

Fort Worth, Texas 76102

09/05/2001 LMBELLER 0000104 2149301

01 FC:481
02 FC:482

40.00 OP
100.00 OP

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.

Kenneth C. Hill
Name of Person Signing

Signature

Date

22 Aug 2001

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

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner for Trademarks, Box Assignments, 2900 Crystal Drive, Arlington, Virginia 22202-3513

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C.

09/05/2001 LMBELLER 0000109311
 \$60.00
 CHECK Refund Total:

M3

TRADEMARK ASSIGNMENT

WHEREAS, Davoil, Inc. having a business address of 6300 Ridglea Place, Suite 1208, Fort Worth, Texas 76116 a Texas corporation, as shown by the records of the United States Patent and Trademark Office acquired exclusive right, title and interest in and to the following registered U.S. trademarks:

CRISTAL	Registration No. 2,149,301 Issued April 7, 1998
QUORUM	Registration No. 1,919,325 Issued September 19, 1995
Q	Registration No. 1,919,303 Issued September 19, 1995
QUORUM INTERNATIONAL	Registration No. 1,934,588 Issued November 14, 1995
QUORUM INTERNATIONAL	Registration No. 1,889,783 Issued April 18, 1995

WHEREAS, Quorum International, L.P., having a business address of 2550 Downing Drive, Fort Worth, Texas 76161, a Texas limited partnership, whose general partner is Davoil, Inc., is hereby desirous of acquiring the entire right, title and interest in and to said trademark and pending application and the goodwill associated therewith;

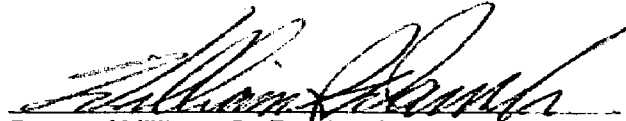
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

BE IT KNOWN that for and in consideration of the sum of Ten and No/00 Dollars (\$10.00) and other good and valuable consideration paid by said Quorum International, L.P., the receipt of which is hereby acknowledged, Davoil, Inc., a Texas corporation, does hereby sell, assign and transfer unto Quorum International, L.P., its trademarks and pending applications, and entire right, title and interest in and to such trademarks and pending applications, and the good will of the business with which said trademarks are associated, and all claims for damages or loss of profits by reason of any and all past infringement of said trademarks.

IN TESTIMONY WHEREOF, Davoil, Inc., has caused these presents to be signed by its officer thereunto duly authorized.

Davoil, Inc. a Texas corporation

Date: 8/21/01


By: William S. Davis, Jr.
Vice President Foreign Operations