



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

10-29-01

1. Name of conveying party(ies): R. H. Foster Energy, LLC
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other limited liability company (Maine)
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Winward Petroleum, Inc.
Internal Address: Suite 500
Street Address: 15800 John J. Delaney Drive
City: Charlotte State: NC Zip: 28277
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
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

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: 05/31/01

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 1816594 and 1853432
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Lawrence Levine, Esquire
Internal Address: Windward Petroleum, Inc. Suite 500
Street Address: 15800 John J. Delaney Drive
City: Charlotte State: NC Zip: 28277

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41): \$ 65.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:
(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.
William C. Tucker
Name of Person Signing Signature Date 10/26/01

10/29/2001 DBYRNE 00000158 1816594

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

01 FC:481
02 FC:482

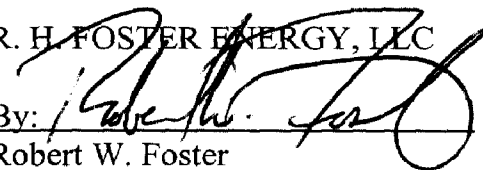
40.00 DP
25.00 DP
Documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF REGISTRATION OF MARK

Whereas **R. H. FOSTER ENERGY, LLC** of P.O. Box 161, Hampden, Maine has adopted, used and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 1816594 dated July 27, 1993; and

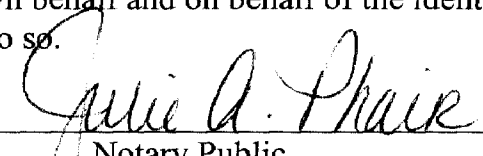
Whereas **WINDWARD PETROLEUM, INC.** of 15800 John J. Delaney Drive, Suite 500, Charlotte, North Carolina, is desirous of acquiring said mark and the registration thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said R. H. Foster Energy, LLC does hereby assign unto the said Windward Petroleum, Inc. all right, title and interest in and to the said mark, together with the goodwill of the business symbolized by the mark, and the above-identified registration thereof.

R. H. FOSTER ENERGY, LLC
By: 
Robert W. Foster
Its Secretary
Hereunto Duly Authorized

STATE OF MAINE
COUNTY OF PENOBSCOT, SS.

On this 31st day of May, 2001, before me appeared Robert W. Foster who acknowledged that he signed it as a free act on his own behalf and on behalf of the identified corporation or other juristic entity with authority to do so.


Notary Public
Julie A. Phair

Typed Name

42300/39009/152343-1

JULIE A. PHAIR
Notary Public • Maine
My commission expires February 23, 2007

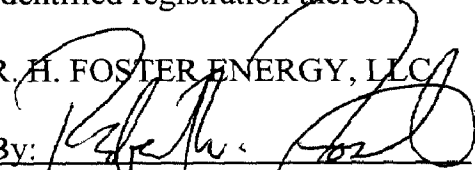
ASSIGNMENT OF REGISTRATION OF MARK

Whereas **R. H. FOSTER ENERGY, LLC** of P.O. Box 161, Hampden, Maine has adopted, used and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 1853432 dated July 27, 1993; and

Whereas **WINDWARD PETROLEUM, INC.** of 15800 John J. Delaney Drive, Suite 500, Charlotte, North Carolina, is desirous of acquiring said mark and the registration thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said R. H. Foster Energy, LLC does hereby assign unto the said Windward Petroleum, Inc. all right, title and interest in and to the said mark, together with the goodwill of the business symbolized by the mark, and the above-identified registration thereof

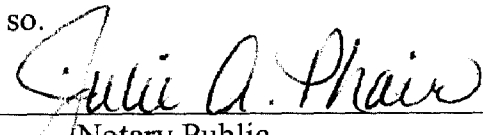
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Notary Public
Julie A. Phair
Typed Name

42300/39009/152340-1

JULIE A. PHAIR
Notary Public • Maine
My commission expires February 23, 2007