| | Commissioner of Patents 12 - 10 | - 2001 <u>ashington, D.C. 20231</u> |
|-----------------------|---|---|
| ſ | FORM PTO-1618A RE | U.S. DEPARTMENT OF COMMERCE |
| | (Rev. 6-99))2 5.0 | Patent and Trademark Office |
| - | To the Honorable Commissioner of | 1260ginal document or copy thereof. |
| | 1. Submission Type X New Resubmission (Non-Recordation) DEC 0 5 2001 | 2. Name of Conveying Party(ies): TBC CORPORATION 4770 HICKORY HILL ROAD MEMPHIS, TENNESSEE 38141 |
| | Document ID# | MEMPHIS, IENNESSEE 30141 |
| | Correction of PTO Error Reel # Frame # | |
| | Corrective Document | |
| | Reel # Frame # | |
| } | Name and Address of Receiving Party(ies): | |
| | Name: TBC BRANDS, LLC | Individual(s) Association |
| | Street Address: 639 ISBELL ROAD, SUITE 390-P City: RENO | General Partnership Limited Partnership |
| | State: NEVADA Zip: 89509 | X Corporation-State DELAWARE |
| | Individual(s) citizenship | Other: |
| | AssociationGeneral Partnership | Additional Name(s) of conveying attached? Yes No |
| | Limited Partnership | Nature of conveyance: |
| | Corporation-State | X Assignment Merger |
| | X Other DELAWARE LIMITED LIABILITY COMPANY | Security Agreement Change of Name |
| | If assignee is not domiciled in the United States, a domestic representative designation is attached: (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? Yes K No | Execution Date: OCTOBER 30, 2001 |
| | Application number(s) or registration number(s): | |
| | A. Trademark Applicant No.(s) SEE ATTACHED EXHIBIT A | B. Trademark Registration No.(s) SEE ATTACHED EXHIBIT A |
| 2/07/2 00 1 TD | Additional Shee | t attached? X Yes No |
| 1 FC:481 2 FC:482 | 6 Name and address of party to whom correspondence | 7. Number of applications and registrations involved: 64 |
| | concerning this matter should be mailed: CUSTOMER NUMBER 00136 JACOBSON HOLMAN PLLC 400 7th Street, N.W. Washington, DC 20004 Tel. 202-638-6666 | 8. Total fee (37 CFR 3.41) \$ 1,615.00 X Enclosed X Any deficiencies in enclosed fees are authorized to be charged to account 06-1358 |
| | Attorney Docket No. 1952/A-731 | |
| | | E THIS SPACE |
| | of the original document. | ormation is true and correct and any attached copy is a true copy December 4, 2001 |
| | MARSHA G. GENTNER Sign | Date Date |
| | Name of Person Signing Total nu | umber of pages excluding cover sheet: |
| | | |

12-10-2001

JPH&S 301-11/99

EXHIBIT A

| MARK | REGISTRATION NUMBER OR SERIAL NUMBER | REGISTRATION DATE |
|------------------------------------|---|-------------------|
| AQUA FLOW | 1,815,411 | 1/4/94 |
| AQUA FLOW III | 76/128,049 | Filed 9/13/00 |
| CENTRED | 2,437,511 | 3/20/01 |
| CENTRON | 1,357,941 | 9/3/85 |
| CENTURY | 2,470,426 | 7/17/01 |
| CORDOVAN | 1,419,104 | 12/2/86 |
| CORDOVAN | 730,712 | 5/1/62 |
| CORDOVAN | 755,493 | 8/27/63 |
| CORDOVAN BONNEVILLE JET (stylized) | 784,838 | 2/9/65 |
| CORDOVAN RADIAL G/T | 1,102,631 | 9/19/78 |
| CORDOVAN WIDE 600 | 854,177 | 8/6/68 |
| CORDY | 1,999,007 | 9/10/96 |
| CRITERION | 1,169,191 | 9/15/81 |
| EPIC | 1,388,996 | 4/8/86 |
| EXCEL | 2,470,425 | 7/17/01 |
| FRONT LINE (and design) | 1,368,849 | 11/5/85 |
| FRONTLINE (and design) | 1,224,146 | 1/18/83 |
| GRAN ESPRIT | 2,151,303 | 4/14/98 |
| GRAND PRIX | 1,183,571 | 12/29/81 |
| GRAND PRIX | 1,258,438 | 11/22/83 |
| GRAND PRIX | 1,075,901 | 10/25/77 |
| GRAND PRIX | 1,655,035 | 8/27/91 |
| GRAND PRIX (and design) | 1,224,147 | 1/18/83 |
| GRAND PRIX (and design) | 690,249 | 12/22/59 |
| GRAND PRIX RADIAL G/T (stylized) | 1,164,594 | 8/11/81 |
| GRAND SPIRIT | 1,958,273 | 2/27/96 |
| GRAND SPORT | 1,421,825 | 12/23/86 |
| HARVEST KING | 1,595,216 | 5/8/90 |
| HIGHWAY SCOUT RADIAL HTP | 76/004,068 | Filed 3/17/00 |
| LIVE ONE (stylized) | 1,079,273 | 12/13/77 |
| MATRIX | 1,478,574 | 3/1/88 |
| MULTI-MILE | 1,259,363 | 11/29/83 |
| MULTI-MILE | 2,266,907 | 8/3/99 |
| MULTI-MILE (stylized) | 560,428 | 6/24/52 |
| MULTI-MILE RADIAL G/T (stylized) | 1,125,174 | 9/18/79 |
| MULTI-MILE WIDE '600' | 854,178 | 8/6/68 |
| MULTI-TRAC | 981,104 | 3/26/74 |
| POWER KING | 1,138,319 | 7/29/80 |
| POWER KING (stylized) | 1,272,524 | 4/3/84 |
| PRESTIGE | 607,037 | 6/7/55 |
| REGENT | 2,464,646 | 6/26/01 |
| SCEPTOR | 1,421,827 | 12/23/86 |
| | | |

| MARK | REGISTRATION NUMBER OR SERIAL NUMBER | REGISTRATION DATE |
|------------------------|---|-------------------|
| SIGMA | 2,262,889 | 7/20/99 |
| SIGMA (and design) | 998,427 | 11/19/74 |
| SIGMA SUPREME HP | 76/096,412 | Filed 7/26/00 |
| SIGMA SUPREME TR | 75/874,912 | Filed 12/17/99 |
| SOVEREIGN | 1,151,647 | 4/21/81 |
| SOVRAN | 1,600,677 | 6/12/90 |
| SPORTS POWER | 1,171,025 | 9/29/81 |
| STAMPEDE | 1,337,798 | 5/28/85 |
| SUSSEX | 1,421,826 | 12/23/86 |
| TALON | 1,388,995 | 4/8/86 |
| TBC | 1,345,491 | 7/2/85 |
| TBC | 1,113,549 | 2/20/79 |
| TBC | 2,114,992 | 11/25/97 |
| TBC ONLINE | 2,312,424 | 1/25/00 |
| TEMPEST | 2,462,822 | 6/19/01 |
| TODAY | 2,032,519 | 1/21/97 |
| TRAIL GUIDE RADIAL ATP | 76/004,067 | Filed 3/17/00 |
| TRAIL SCOUT | 2,466,356 | 7/3/01 |
| ULTREX | 1,968,838 | 4/16/96 |
| WILD COUNTRY | 1,755,187 | 3/2/93 |
| WILD SPIRIT RADIAL GTX | 1,822,004 | 2/15/94 |
| WILD TRAC | 1,122,304 | 7/17/79 |

Trademark Assignment

THIS ASSIGNMENT, dated and effective as of October 30, 2001, is made by TBC CORPORATION, a Delaware corporation having its principal place of business located at 4770 Hickory Hill Road, Memphis, Tennessee 38141 ("Assignor"), to and in favor of TBC BRANDS, LLC, a Delaware limited liability company having its principal place of business located at 639 Isbell Road, Suite 390-P, Reno, Nevada 89509 ("Assignee").

WITNESSETH:

WHEREAS, Assignor has adopted and used and is the owner of record of the trademarks more particularly described in Exhibit "A" attached hereto and incorporated herein by reference (collectively, the "Trademarks"), all of which are registered in, or for which applications are pending before, the United States Patent and Trademark Office (the "Trademark Office"); and

WHEREAS, Assignor desires to transfer and assign to Assignee, and Assignee desires to accept and receive from Assignor, all right, title and interest of Assignor in and to the Trademarks and the registrations thereof and applications therefor; and

WHEREAS, the parties further desire for Assignor to execute and deliver a recordable instrument evidencing the foregoing transfer and assignment and to have title in and to the Trademarks and the registrations thereof and applications therefor recorded in the name of Assignee in the official books and records of the Trademark Office;

Now, Therefore, for and in consideration of the foregoing recitals and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, Assignor hereby confirms that it has sold, assigned and transferred, and by these presents does hereby sell, assign and transfer to Assignee, all of Assignor's right, title and interest in and to the Trademarks and the registrations thereof and applications therefor, as the case may be, together with all of Assignor's right, title and interest in and to (i) all of the goodwill associated with the Trademarks and (ii) all actions, causes of action, suits, claims and demands of Assignor of every nature whatsoever for any and all past, present or future infringements of the Trademarks by any other person or entity and the right to recover damages and profits directly or indirectly resulting from, arising out of or relating to such infringements.

IN WITNESS WHEREOF, Assignor has caused its duly authorized officer to execute this instrument as of the date first written above.

TBC CORPORATION

By: Thomas W. Garvey,

Executive Vice President

ACKNOWLEDGMENT

STATE OF NEVADA

COUNTY OF <u>Uask</u>

Before me, MUNCO W. Garvey, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Executive Vice President of TBC Corporation, the within named bargainor, a corporation, and that he as such Executive Vice President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Executive Vice President.

Witness my hand and seal, at office in Reno, Nevada, this <u>30</u> day of October, 2001.

Notary Public

My commission expires:

Ppul 12, 2000

NUTARY PUBLIC STATE OF NEVADA County of Clark

01-68715.; Appointment Expires April 12, 2005

EXHIBIT A

| MARK | REGISTRATION NUMBER OR SERIAL NUMBER | REGISTRATION DATE |
|----------------------------------|---|-------------------|
| AQUA FLOW | 1,815,411 | 1/4/94 |
| AQUA FLOW III | 76/128,049 | Filed 9/13/00 |
| CENTRED | 2,437,511 | 3/20/01 |
| CENTRON | 1,357,941 | 9/3/85 |
| CENTURY | 2,470,426 | 7/17/01 |
| CORDOVAN | 1,419,104 | 12/2/86 |
| CORDOVAN | 730,712 | 5/1/62 |
| CORDOVAN | 755,493 | 8/27/63 |
| CORDOVAN BONNEVILLE JET | 784,838 | 2/9/65 |
| (stylized) | | |
| CORDOVAN RADIAL G/T | 1,102,631 | 9/19/78 |
| CORDOVAN WIDE 600 | 854,177 | 8/6/68 |
| CORDY | 1,999,007 | 9/10/96 |
| CRITERION | 1,169,191 | 9/15/81 |
| EPIC | 1,388,996 | 4/8/86 |
| EXCEL | 2,470,425 | 7/17/01 |
| FRONT LINE (and design) | 1,368,849 | 11/5/85 |
| FRONTLINE (and design) | 1,224,146 | 1/18/83 |
| GRAN ESPRIT | 2,151,303 | 4/14/98 |
| GRAND PRIX | 1,183,571 | 12/29/81 |
| GRAND PRIX | 1,258,438 | 11/22/83 |
| GRAND PRIX | 1,075,901 | 10/25/77 |
| GRAND PRIX | 1,655,035 | 8/27/91 |
| GRAND PRIX (and design) | 1,224,147 | 1/18/83 |
| GRAND PRIX (and design) | 690,249 | 12/22/59 |
| GRAND PRIX RADIAL G/T (stylized) | 1,164,594 | 8/11/81 |
| GRAND SPIRIT | 1,958,273 | 2/27/96 |
| GRAND SPORT | 1,421,825 | 12/23/86 |
| HARVEST KING | 1,595,216 | 5/8/90 |
| HIGHWAY SCOUT RADIAL HTP | 76/004,068 | Filed 3/17/00 |
| LIVE ONE (stylized) | 1,079,273 | 12/13/77 |
| MATRIX | 1,478,574 | 3/1/88 |
| MULTI-MILE | 1,259,363 | 11/29/83 |
| MULTI-MILE | 2,266,907 | 8/3/99 |
| MULTI-MILE (stylized) | 560,428 | 6/24/52 |
| MULTI-MILE RADIAL G/T (stylized) | 1,125,174 | 9/18/79 |
| MULTI-MILE WIDE '600' | 854,178 | 8/6/68 |
| MULTI-TRAC | 981,104 | 3/26/74 |
| POWER KING | 1,138,319 | 7/29/80 |
| POWER KING (stylized) | 1,272,524 | 4/3/84 |
| PRESTIGE | 607,037 | 6/7/55 |
| REGENT | 2,464,646 | 6/26/01 |
| SCEPTOR | 1,421,827 | 12/23/86 |
| SCELTOR | | |

| MARK | REGISTRATION NUMBER OR SERIAL NUMBER | REGISTRATION DATE |
|------------------------|--------------------------------------|-------------------|
| SIGMA | 2,262,889 | 7/20/99 |
| SIGMA (and design) | 998,427 | 11/19/74 |
| SIGMA SUPREME HP | 76/096,412 | Filed 7/26/00 |
| SIGMA SUPREME TR | 75/874,912 | Filed 12/17/99 |
| SOVEREIGN | 1,151,647 | 4/21/81 |
| SOVRAN | 1,600,677 | 6/12/90 |
| SPORTS POWER | 1,171,025 | 9/29/81 |
| STAMPEDE | 1,337,798 | 5/28/85 |
| SUSSEX | 1,421,826 | 12/23/86 |
| TALON | 1,388,995 | 4/8/86 |
| TBC | 1,345,491 | 7/2/85 |
| TBC | 1,113,549 | 2/20/79 |
| TBC | 2,114,992 | 11/25/97 |
| TBC ONLINE | 2,312,424 | 1/25/00 |
| TEMPEST | 2,462,822 | 6/19/01 |
| TODAY | 2,032,519 | 1/21/97 |
| TRAIL GUIDE RADIAL ATP | 76/004,067 | Filed 3/17/00 |
| TRAIL SCOUT | 2,466,356 | 7/3/01 |
| ULTREX | 1,968,838 | 4/16/96 |
| WILD COUNTRY | 1,755,187 | 3/2/93 |
| WILD SPIRIT RADIAL GTX | 1,822,004 | 2/15/94 |
| WILD TRAC | 1,122,304 | 7/17/79 |

RECORDED: 12/05/2001