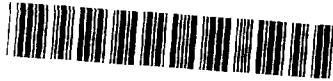


01-18-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1-10-02

1. Name of conveying party(ies): United States Fidelity and Guaranty Company 6225 Centennial Way Baltimore, MD 21209

2. Name and address of receiving party(ies) Name: THI Holdings, Inc. Internal Address: Street Address: 5915 Landerbrook Drive City: Cleveland State: Ohio Zip: 44124

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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other

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

Execution Date: February 19, 2001

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,506,339 and 1,918,345

Additional number(s) attached Yes No

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

Name: Sue J. Nam

6. Total number of applications and registrations involved: 2

Internal Address: The Prudential Insurance Company of America

7. Total fee (37 CFR 3.41): \$ 65.00

Company of America

Enclosed Authorized to be charged to deposit account

21st Floor

8. Deposit account number:

Street Address: 751 Broad Street

162544

City: Newark State: NJ Zip: 07102

(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.

Sue J. Nam

Sue J. Nam HK

10/18/2001

Name of Person Signing

Signature

Date

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

01/18/2002 6TON11 00000022 162544 1506339

01 FC:481 40.00 CH 02 FC:482 25.00 CH

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

TRADEMARK REEL: 002427 FRAME: 0131


**NUNC PRO TUNC ASSIGNMENT**

WHEREAS, United States Fidelity and Guaranty Company ("USF&G" or "Assignor"), a Maryland Corporation with a principal place of business at 6225 Centennial Way, Baltimore, Maryland 21209, was the prior owner of the trademarks TITAN and TITAN Stylized, the subject of U.S. Reg. Nos. 1,506,339 and 1,918,345, respectively. USFG acquired the aforementioned marks when Titan Holdings, Inc., the original Registrant, was merged with and into USF&G on December 22, 1997 and all marks owned by Titan Holdings, Inc. were transferred to USF&G by operation of law.

WHEREAS, THI Holdings (Delaware), Inc. ("Assignee"), a Delaware Corporation, with a principal place of business at 5915 Landerbrook Dr., Cleveland, Ohio 44124, acquired all right, title and interest in and to the trademarks TITAN and TITAN Stylized, including U.S. registration Nos. 1,506,339 and 1,918,345, from Assignor, its parent company, as a result of a restructuring.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys unto Assignee all right, title and interest in and to the aforesaid marks as noted above, together with the goodwill of the business symbolized by the marks and all registrations and applications therefore, *nunc pro tunc*, now for then, effective as of December 22, 1997.

**United States Fidelity and Guaranty Company**

By:  \_\_\_\_\_

Name: Bruce A. Backberg

Title: Senior Vice President

Date: February 19, 2001

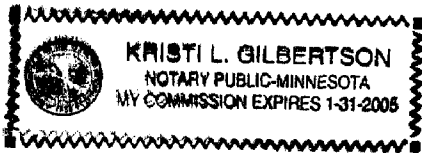
State of Minnesota

County of Ramsey

On this 19<sup>th</sup> date of February 2001, before me appeared

Bruce A. Backberg, the person who signed this instrument, who acknowledged

that he signed it as a free act on behalf of



*Kristi L. Gilbertson*

Notary Public

My Commission Expires 1/31/05