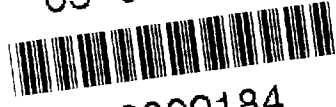


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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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

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

1. Name of conveying party(ies):  
**Second Generation, Inc.**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State **Texas**  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
Name: Remac, L.P.  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_  
Street Address: 1445 Bradley Lane, Suite 105  
City: Carrollton State: TX Zip: 75007

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

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

Execution Date: 1/18/02

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
\_\_\_\_\_

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s) 1,422,020  
\_\_\_\_\_

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Remac, L.P.  
Internal Address: \_\_\_\_\_  
\_\_\_\_\_

Street Address: 1445 Bradley Lane, Suite 105  
\_\_\_\_\_

City: Carrollton State: TX Zip: 75007

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:  
\_\_\_\_\_

**DO NOT USE THIS SPACE**

9. Signature.  
Mavreen E. Cushman                      Mavreen E. Cushman                      1/22/02  
Name of Person Signing                      Signature                      Date

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

03/05/2002 TDIAZ1 0000020 1422020  
01 FC:461 40.00

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

**TRADEMARK**  
**REEL: 002453 FRAME: 0200**

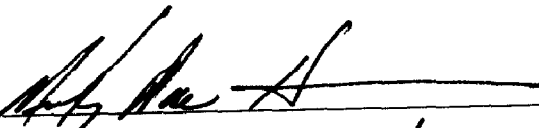
**ASSIGNMENT OF MARK**

WHEREAS, Second Generation, Inc., a Texas corporation having a business address of 1445 Bradley Lane, Suite 105, Carrollton, TX 75007, has adopted and is using the mark SECOND GENERATION (the "Mark") and is the owner of United States Trademark Registration No. 1,422,020 (the "'020 Registration"):

WHEREAS, Remac, L.P., a Texas limited partnership, having a business address of 1445 Bradley Lane, Suite 105, Carrollton, TX 75007, desires to acquire any and all rights and goodwill associated with the above-referenced Mark and the '020 Registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Second Generation, Inc. does hereby assign to Remac, L.P. all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark and the '020 Registration.

**SECOND GENERATION, INC.**

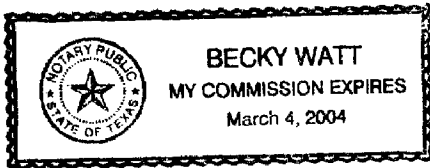
By:   
Name: Micky Mac Harrison  
Title: CEO  
Date: 1/18/02

STATE OF TEXAS

§  
§  
§

COUNTY OF

Before me, the undersigned authority, on this 18th day of January, 2002, personally appeared Micky M. Harrison known to me to be the person whose name is subscribed to the foregoing instruments and acknowledged to me that (he/she) is authorized to execute the same on behalf of the identified corporation and that (he/she) executed the same on behalf of the corporation for the purposes and consideration therein expressed.



Becky Watt  
Notary Public, State of Texas

Name Printed: Becky Watt

My Commission Expires: 3/4/2004