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03-08-2002



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Form PTO-1594
(Rev. 03/01)
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Tab settings

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

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

1. Name of conveying party(ies):
 Equi Aid Products, Inc.
 1517 West Knudson Drive
 Phoenix, AZ 85027
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Arizona

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

2. Name and address of receiving party(ies)
 Name: Farnam Companies, Inc.
 Internal
 Address: Corporate Legal Department
 Street Address: 301 West Osborn Road
 City: Phoenix State: AZ Zip: 85013
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Arizona
 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: 01/28/02

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s) 1,827,637
 2,166,072

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 2

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Farnam Companies, Inc.
 Internal Address: Corporate Legal Department
 Street Address: 301 West Osborn Road
 City: Phoenix State: AZ Zip: 85013

7. Total fee (37 CFR 3.41) \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 502066

DO NOT USE THIS SPACE

9. Signature.
 Kim Diulus, Legal Assistant
 Name of Person Signing

 Signature
 February 12, 2002
 Date

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

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

03/07/2002 LNUELLER 00000199 502066 1827637

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

TRADEMARK
 REEL: 002456 FRAME: 0575

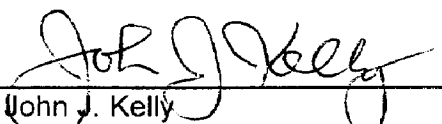
ASSIGNMENT OF FEDERAL REGISTERED TRADEMARKS

This Assignment of Federal Registered Trademarks ("ASSIGNMENT"), effective as of January 28, 2002 (the "EFFECTIVE DATE"), is made by and between Equi Aid Products, Inc., an Arizona corporation having its principal place of business at 1517 West Knudson Drive, Phoenix, Arizona 85027 ("ASSIGNOR") and Farnam Companies, Inc., an Arizona corporation having its principal place of business at 301 West Osborn Road, Phoenix, Arizona 85013 ("ASSIGNEE").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby sell, assign, transfer, and set over unto ASSIGNEE, its successors and assigns, as of the EFFECTIVE DATE, all rights, title and interests in and to registered trademarks and applications for federal trademark registrations delineated on **schedule 1** attached hereto (individually and collectively, the "TRADEMARKS"), together with the goodwill of the business associated with and symbolized by said TRADEMARKS; and together with all rights to damages, profits, and/or any remedy whatsoever due or accrued arising out of any past infringement by any entity of said TRADEMARKS or any injury to the goodwill of the business associated with, and symbolized by, said TRADEMARKS.

IN WITNESS WHEREOF, ASSIGNOR has caused this ASSIGNMENT to be executed by his duly authorized representative as of the EFFECTIVE DATE.

ASSIGNOR
Equi Aid Products, Inc., an Arizona corporation

By: 
John J. Kelly
Its: President and Chief Executive Officer

Schedule 1

| <u>Mark</u> | <u>Serial No.</u> | <u>Registration No./ Date Filed Registration Date</u> |
|------------------------|--------------------------|--|
| Equi Aid (design only) | 1,827,637 | March 22, 1994 |
| CW | 2,166,072 | June 16, 1998 |

CERTIFICATE OF MAILING

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" Service under 37 CFR 1.10 on the date indicated above and is addressed to:

Assistant Commissioner for Trademarks, Box Assignments, Washington, D.C. 20231

Mailing Label Number EJ391525352US

Date of Deposit 02/12/02

Signature of person mailing paper or fee 

Typed or printed name of person mailing paper or fee KIM DIULUS