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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office
48741-011 ▼

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

1. Name of conveying party(ies):

2000 Degrees, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- Other _____

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

2. Name and address of receiving party(ies)

Name: Tech Lighting, L.L.C.

Internal Address: _____

Street Address: 7401 North Hamlin Road

City: Skokie State: IL Zip: 60076

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State _____

Other limited liability company

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: January 18, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,313,663

Additional number(s) attached Yes No

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

Name: John G. Bisbikis

Internal Address: McDermott, Will & Emery

Street Address: 227 West Monroe

Suite 4400

City: Chicago State: IL Zip: 60606

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:

13-0206

(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.

John G. Bisbikis

Name of Person Signing

John G. Bisbikis
Signature

2/15/02
Date

Total number of pages including cover sheet, attachments, and document: 8

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

03/11/2002 TDIAZI 00000075 130206 2313663

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TRADEMARK
REEL: 002457 FRAME: 0779

TRADEMARK ASSIGNMENT

WHEREAS, 2000 Degrees, Inc. (the "Assignor"), a corporation organized and existing under the laws of the state of California, has adopted and used and is the sole and exclusive owner of certain proprietary rights in the trademarks, trade names, and service marks, 2 THOUSAND DEGREES, both alone and as part of a design, including, but not limited to the registrations in Schedule A; and

WHEREAS, Tech Lighting L.L.C. (the "Assignee"), a limited liability company organized and existing under the laws of the State of Delaware, with its principal place of business at 7401 North Hamlin Road Skokie, Illinois 60076, is acquiring the trademarks, trade names, and service marks together with all of the goodwill of the business connected to the trademarks, trade names and service marks and any and all designs and logos relating thereto (collectively, the "Trademarks"), from Assignor pursuant to the terms set forth in that certain Asset Purchase Agreement dated as of January 7, 2002 (the "Asset Purchase Agreement") by and among the Assignor, the Assignee, Dixon Midland Lighting L.L.C., a Delaware limited liability company, and James A. Henderson.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in consideration of the amounts set forth in the Asset Purchase Agreement, and other valuable and legally sufficient consideration, the receipt and legal sufficiency of which is hereby acknowledged, the Assignor has sold, assigned and transferred, and by these presents does sell, assign and transfer unto the Assignee, the entire right, title and interest in and to the Trademarks and in and to all of the goodwill of the business appurtenant thereto, together with all claims for damages by reason of infringement of same, with the right to sue for and collect the same for its own use and enjoyment and the right to use the Trademarks henceforth in the operation of the Assignee's business, and for the use and enjoyment of its successors, assigns or other legal representatives.


AND, the Assignor hereby warrants and covenants that it has full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreements inconsistent herewith.

AND, the Assignor agrees to execute any instruments and to perform any acts which may be necessary to fully effectuate and record this Assignment.

AND, this Assignment is executed and delivered pursuant to the terms and conditions of the Asset Purchase Agreement which are incorporated herein by reference and made a part hereof.

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment to be executed by its duly authorized representative effective ~~this~~ ^{JH. the} 18th day of January, 2002.

2000 DEGREES, INC.

By: 
Name: James A. Henderson
Its: President

TECH LIGHTING L.L.C.

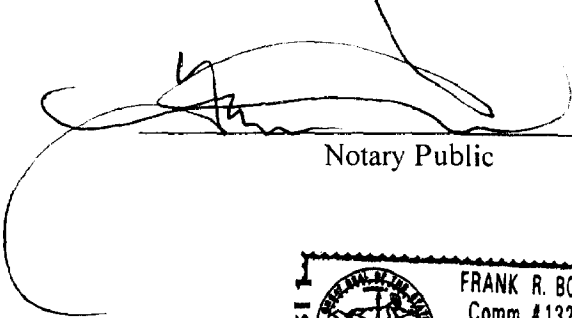
By: _____
Aaron A. Mobarak
Its: Member, Management Board

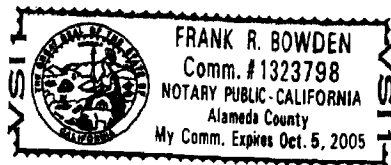
By: _____
Paul D. Furlow
Its: Member, Management Board

STATE OF California)
) SS:
COUNTY OF Contra Costa)

On this 15th day of January, 2002, before me, FRANK R. BOWDEN, notary public in and for said county and state, personally appeared James Alexander Henderson, known to me to be the proved on basis of entification to be the person who of signed the document herein, and acknowledged that he executed the foregoing instrument as such officer in the name and on behalf of the said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year first above written.


Notary Public



IN TESTIMONY WHEREOF, the Assignor has caused this Assignment to be executed by its duly authorized representative effective this 18 day of January, 2002.

2000 DEGREES, INC.

By: _____
Name: James A. Henderson
Its: President

TECH LIGHTING L.L.C.

By: Aaron A. Mobarak
Aaron A. Mobarak
Its: Member, Management Board

By: Paul D. Furlow
Paul D. Furlow
Its: Member, Management Board

STATE OF _____)
) SS:
COUNTY OF _____)

On this ___ day of January, 2002, before me, _____, notary public in and for said county and state, personally appeared _____, known to me to be the _____ of _____, and acknowledged that he executed the foregoing instrument as such officer in the name and on behalf of the said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year first above written.

Notary Public

SCHEDULE A

<u>Trademark Registration No.</u>	<u>Trademark Name</u>	<u>Registration Date</u>
2,313,663	2THOUSAND DEGREES	February 1, 2000