



To The Honorable Commissioner of Patents

102052370

Original documents or copy thereof.

1. Name of conveying party(ies):
Motorcycle City Corporation d/b/a Worth Harley-Davidson

- Individual(s)
- General Partnership
- Corporation--State - Missouri
- Other:

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

3. Nature of Conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: February 21, 2002

2. Name and address of receiving party(ies):

Name: Gail Worth Wilson

Internal Address:

Street Address: 20805 South Dean

City: Belton State: MO Zip: 64012

- 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

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

A. Trademark Application No(s):

B. Trademark Registration No(s): 2,380,415

Additional numbers attached? Yes No

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

Name: Joan Optican Herman

Internal Address: Shook, Hardy & Bacon L.L.P.
One Kansas City Place

Street Address: 1200 Main Street

City: Kansas City

State: Missouri

Zip: 64105-2118

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 No.: 19-2112

(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.

Joan Optican Herman

3/12/02

Name of person signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 3
Mail documents to be recorded with required cover sheet information to:

Box Assignments
Under Secretary of Commerce for Intellectual Property
and Director of the US PTO
Washington, D.C. 20231

04/10/2002 TDIRZ1 00000153 2380415
01 FC:401 40.00 DP

ASSIGNMENT


WHEREAS, Motorcycle City Corporation d/b/a Worth Harley-Davidson, a corporation duly organized under the laws of the State of Missouri, and having its principal place of business at 1400 North Scott, Belton, County of Cass, and State of Missouri 64012, is the owner of United States Trademark Registration No. 2,380,415, issued August 29, 2000, and covering the mark FEEL THE POWER and Design; and

WHEREAS, Gail Worth Wilson, an individual residing at 20805 South Dean, Belton, in the County of Cass and State of Missouri 64012, is desirous of acquiring said Trademark Registration, together with the good will of the business symbolized by the trademark;

NOW, THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, including consideration previously transferred, the receipt and sufficiency of which are hereby acknowledged, Motorcycle City Corporation d/b/a Worth Harley-Davidson has sold, assigned and transferred, and by these presents does sell, assign and transfer unto Gail Worth Wilson, the full and exclusive right, title and interest, throughout the world, in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified registration thereof, and the right to recover for any past infringement of said mark.

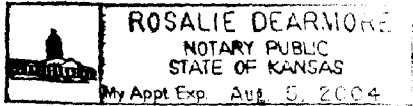
EXECUTED this 21 day of February, 2002.

MOTORCYCLE CITY CORPORATION d/b/a
WORTH HARLEY-DAVIDSON

By: 
Name: Gail Worth Wilson
Title: President

STATE OF MISSOURI :
COUNTY OF CASS : ss.
:

On this 21 day of Feb, 2002, before me personally appeared Gail Worth Wilson, to me known to be the person described in, and who executed, the foregoing instrument, and he duly acknowledged to me that he executed the same for uses and purposes therein set forth.



Rosalie Dearmore
Notary Public

SEAL

My Commission Expires:

8-5-04