

04-15-2002



To the Honorable Commissioner of Pat

Attached original documents or copy thereof.

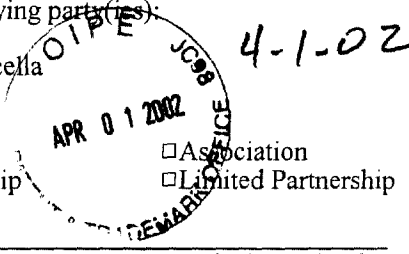
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1. Name of conveying party(ies):
Christopher Arcella

Individual(s)
 General Partnership
 Corporation-State
 Other

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



2. Name and address of receiving party(ies):
Name: National Railroad Passenger Corporation

Internal Address: _____

Street Address: 60 Massachusetts Avenue, N.E.

City Washington State DC ZIP 20002

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- under the Rail Passenger Service Act, 49 U.S.C. § 24101 *et seq.* and the laws of D.C.
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 28, 2002

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation 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) None.

B. Trademark registration No.(s) 2,033,491.

Additional numbers attached? Yes No

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

PENNIE & EDMONDS LLP
1667 K Street, N.W.
Washington, D.C. 20006

Attn.: Nancy H. Lutz

File No.: 10252-007

6. Total number of applications and registrations involved: One

7. Total fee (37 CFR 3.41):.....\$ 40.00

Please charge to the deposit account listed in Section 8, together with any other fees which may be due.

8. Deposit account number: 16-1150

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.

Nancy H. Lutz
Name of Person Signing Reg. No.

Nancy H Lutz
Signature Date April 1, 2002

Total number of pages comprising cover sheet: 2

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

04/12/2002 6TOM11 00000065 161150 2033491
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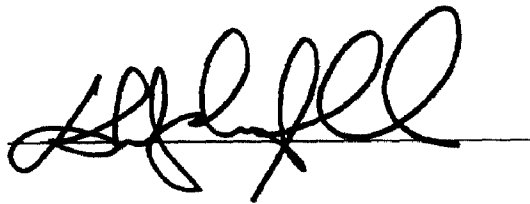
ASSIGNMENT

WHEREAS, Christopher Arcella, an individual residing and doing business at 1770 Broadway, No. 205, Oakland, California 94612 ("Assignor"), is the owner of a United States trademark registration for ACELA and Design, Registration No. 2,033,491, for "clothing, namely, socks, shoes, shirts, shorts, knit hats, caps and warmup suits";

WHEREAS, National Railroad Passenger Corporation, a corporation organized under the Rail Passenger Service Act, 49 U.S.C. § 24101 *et seq.*, and the laws of the District of Columbia, with a business address at 60 Massachusetts Avenue, N.E., Washington, D.C. 20002 ("Assignee"), wishes to acquire all of Assignor's right, title, and interest in and to said trademark together with the goodwill associated therewith;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer, and convey to Assignee all right, title and interest in and to said trademark together with the goodwill of the business symbolized by said trademark and the right to sue for recovery for past infringement, if any.

CHRISTOPHER ARCELLA

A handwritten signature in black ink, appearing to read 'C. Arcella', written over a horizontal line.

March 28, 2002