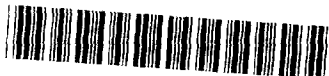


04-26-2002

U.S. DEPARTMENT OF COMMERCE
Patents and Trademarks Office

4/15/02



IEET

102068294

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

1. Name of conveying party(ies): John T. Beynon

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

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

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

Name: Southwest Recreational Industries, Inc.
 Street Address: 701 Leander Drive
 City Leander State TX Zip 78641

Individual(s) Citizenship _____
 National Banking Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State: Texas
 Other _____

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

3. Nature of Conveyance:

Assignment
 Security Agreement
 Merger
 Change of Name
 Other _____

Execution Date: June 15, 1999

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

A. Trademark Application No. (s)

Additional numbers attached? Yes No

B. Trademark Registration No. (s) 2,266,858
 (VERSATURF "360")

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

Mitra N. Vahdat
 Miller & Martin LLP
 1000 Volunteer Building
 832 Georgia Ave.
 Chattanooga, TN 37402-2289
 (404) 962-6461

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40

Enclosed Authorized to be charged to deposit account

8. Deposit account number: _____

(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.

April 5, 2002 Date Mitra N. Vahdat Signature Mitra N. Vahdat Name of Person Signing

Total number of pages including cover sheet: 4

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

APR 15 2002 11 17 AM '02

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TRADEMARK
REEL: 002492 FRAME: 0902

FROM KSFH LLP CORP-FIN

TO 3966137020380002

PAGE.014

TRADEMARK ASSIGNMENT

VERSAS, Martin Surfacing, Inc., a corporation organized and existing under the laws of the State of Maryland, having its principal place of business at 16 Alt Road, Hunt Valley, MD 21030, owns and uses the mark VERSATURF "360" and the application therefor set forth in Schedule A attached hereto;

VERSAS, Southwest Recreational Industries, Inc., a corporation organized and existing under the laws of the State of Texas, having its principal place of business at 701 Leander Drive, Leander, TX 78641, is desirous of acquiring the entire right, title and interest in and to the VERSATURF "360" mark, including the right to bring actions for infringement of the VERSATURF "360" mark, occurring prior to the date of this Assignment;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for valuable and adequate consideration, the receipt and legal sufficiency of which are hereby acknowledged by the Assignor, the Assignor has sold, assigned, and transferred, and by these presents does sell, assign, and transfer to the Assignee, the Assignor's entire right, title and interest in and to the VERSATURF "360" mark, including but not limited to the trademark application therefor identified in Schedule A attached to this Assignment, including the right to bring actions for infringements of the VERSATURF "360" mark occurring prior to the date of this Assignment, together with that part of Assignor's business and that part of the Assignor's business connected with and symbolized by the VERSATURF "360" mark.

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment of the VERSATURF "360" mark to be signed and sealed by its duly authorized officer, as follows:

MARTIN SURFACING, INC.

By: Mark A. Alvarez

Name: MARK A. ALVAREZ

Title: ATTORNEY-IN-FACT

June 22, 1999

Pennsylvania
OF MARYLAND
CITY OF Lancaster

)
) ss:
)

CERTIFICATE OF ACKNOWLEDGEMENT

I, Rhonda L. Edwards, a Notary Public, in and for the County and State aforesaid, do hereby certify that Mark A. Alvarez, known to me to be Attorney-in-fact for Martin Surfacing, Inc., appeared before me this day, in person, and acknowledged that he signed, sealed and delivered the foregoing instrument as his free and voluntary act for the uses and purposes set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 22 day of June, 1999.

Rhonda L. Edwards
Notary Public

Commission Expires: Nov. 9, 2002

NOTARIAL SEAL
RHONDA L. EDWARDS, Notary Public
Lancaster, Lancaster County, PA

NYA 201194.1

TRADEMARK ASSIGNMENT

WHEREAS, John T. Beynon, an individual residing at 1685 Campbell Road, Forest Hill, MD (the "Assignor"), owns and uses the mark VERSATURF "360" and the application therefor set forth in Schedule A attached hereto;

WHEREAS, Martin Surfacing, Inc., a corporation organized and existing under the laws of the State of Delaware, having its principal place of business at 16 Alt Road, Hunt Valley, MD 21030 (the "Assignee"), is desirous of acquiring the entire right, title and interest in and to the VERSATURF "360" trademark, including the right to bring actions for infringement of the VERSATURF "360" trademark existing prior to the date of this Assignment;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for valuable and sufficient consideration, the receipt and legal sufficiency of which are hereby acknowledged by the Assignor, the Assignor has sold, assigned, and transferred, and by these presents does sell, assign, and transfer to the Assignee, the Assignor's entire right, title and interest in and to the VERSATURF "360" trademark, including but not limited to the trademark application therefor identified in Schedule A attached to this Assignment, including the right to bring actions for infringements of the VERSATURF "360" mark existing prior to the date of this Assignment, together with that part of Assignor's business and that part of the goodwill of the Assignor's business connected with and symbolized by the VERSATURF "360"

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment of the VERSATURF "360" mark.

John T. Beynon

Date: June 15, 1999

STATE OF MARYLAND)
COUNTY OF BALTIMORE) ss:

CERTIFICATE OF ACKNOWLEDGEMENT

I, Tracey L. Royston, a Notary Public, in and for the County and State aforesaid, do hereby certify that John T. Beynon, appeared before me this day, in person, and acknowledged that he signed, sealed and delivered the foregoing instrument as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 15th day of June, 1999.

Tracey L. Royston
Notary Public

My Commission Expires: 8/01/2001

NYB 1051016.1
NYA 199477.1

REGISTERED TRADEMARKS & PATENTS

SCHEDULE A

Trademark	Reg./App. No.	Reg./App. Date
SURF "360"	75/479,720	May 8, 1998