

05-06-2002



To the Assistant Commissioner for Trademarks

document or copy thereof.

102079231

1. Name of conveying party(ies):

Continental Tire North America, Inc.
an Ohio corporation

Additional name(s) attached?

yes no

4.17.02

3. Nature of Conveyance

Assignment Merger
 Security Agreement Change of Name
 Other

Effective Date: July 13, 2000

Name of receiving party(ies):

Name: Continental Automotive Licensing Corp.
a Michigan corporation

Internal Address:

Street Address:
4141 Continental Drive
Auburn Hills, Michigan 48326

Additional name(s) & address(es) attached? yes no

04-17-2002

U.S. Patent & TMO/TM Mail Rpt Dt. #26

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

A. Trademark Application No(s):

B. Trademark Registration No(s):

938,816 and 947,598

Additional number(s) attached? yes no

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

Tara A. Kastelic
Calfee, Halter & Griswold LLP
1400 McDonald Investment Center
800 Superior Avenue
Cleveland, Ohio 44114-2688

6. Total number of applications and registrations involved: 27

7. Total fee (37 CFR 3.41): \$690.00

Enclosed check (\$665.00.00)
 Authorized to be charged to deposit account:
 Total fee due
 Any deficiencies in the enclosed fees

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513., on this 15 day of April, 2002.

Name: Pat Simpson
Signature: Pat Simpson

8. Deposit account number: 03-0172

Attach duplicate copy of this page if paying by deposit account.

05/03/2002 DBYRHE 00000148 030172 938816

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 25.00 CH 625.00 OP

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.

Tara A. Kastelic
Name of Person Signing
Reg. No.: 35,980; Tel: 216-622-8329

Tara A. Kastelic
Signature

April 15, 2002
Date

Total number of pages comprising transmittal: 2

Additional Trademark Registration Numbers

1,189,930

1,189,932

1,191,634

1,192,068

1,192,070

1,194,276

1,194,576

1,205,376

1,205,378

1,213,235

1,216,236

1,216,617

1,217,485

1,220,781

1,686,287

1,690,075

1,701,658

1,730,934

1,734,646

1,738,216

1,739,675

1,962,390

1,963,311

1,982,954

2,000,928



04-17-2002

U.S. Patent & TMOfo/TM Mail Ropt Dt. #26

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS (this "Assignment"), effective the 13th day of July, 2000, is made from **CONTINENTAL TIRE NORTH AMERICA, INC.**, an Ohio corporation ("Assignor"), to **CONTINENTAL AUTOMOTIVE LICENSING CORP.**, a Michigan corporation ("Assignee"), with its principal place of business at 4141 Continental Drive, Auburn Hills, Michigan 48326.

WITNESSETH:

WHEREAS, Assignor is the owner of those trademarks listed on Exhibit A attached hereto (collectively, the "Marks"), and the goodwill of the business carried on in connection with the Marks and the registration thereof; and

WHEREAS, Assignor desires to assign and transfer to Assignee all of its right, title and interest in and to the Marks;

NOW, THEREFORE, as partial consideration of the issuance of the 100 shares of capital stock of Assignee to Assignor, the mutual covenants contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:


1. Assignor hereby assigns and transfers to Assignee, and its successors and assigns, all of its right, title and interest in and to the Marks, the registration of the Marks, the goodwill of the business associated with the Marks, together with all claims, demands and causes of action for past infringement of said Marks and for unfair competition in business in connection therewith wheresoever or by whomsoever committed.
2. Assignor hereby represents and warrants to Assignee that Assignor has not heretofore sold, transferred, assigned or encumbered any of its right, title or interest in the Marks, and that it has the authority to transfer and assign the Marks and enter into this Assignment and perform its obligations hereunder.
3. Assignor hereby represents and warrants to Assignee that the Marks do not infringe or violate any patent, trademark, copyright, service mark, trade name or any other right of any other person or entity.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed under seal effective as of the date set forth above.

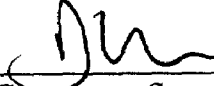
ASSIGNOR:

CONTINENTAL TIRE NORTH
AMERICA, INC.

By: 
Name: John C. Curry
Title: Vice President

CORPORATE SEAL

ATTEST:



(Corporate Secretary)

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

This 18th day of September, 2001, personally came before me, Marian L. Strosaker, Notary Public, for said County and State, John C. Curry , who being by me duly sworn, says that he is Vice President of Continental Tire North America, Inc., a corporation, and that the seal affixed to the foregoing instrument in writing is the corporate seal of said company and that said writing was signed and sealed by him in behalf of the said corporation by its authority duly given. And the said John C. Curry acknowledged the said writing to be the act and deed of said corporation.

Witness my hand and official seal this 18th day of September, 2001.



Notary Public

My Commission Expires December 26, 2005

EXHIBIT A - REGISTERED TRADEMARK MATTERS

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
ACME	72/155,066	12-Oct-1962	752,534	09-Jul-1963
AMERI HARVEST & Design	74/563,201	15-Aug-1994	1,977,320	28-May-1996
AMERI S380	74/510,403	07-Apr-1994	1,885,961	28-Mar-1995
AMERI SD400 & Design	74/662,554	18-Apr-1995	1,963,311	19-Mar-1996
AMERI STEEL	73/268,551	30-Jun-1980	1,172,172	06-Oct-1981
AMERI TECH ST & Design	73/799,986	15-May-1989	1,573,235	26-Dec-1989
AMERI TRAC	73/268,575	30-Jun-1980	1,172,173	06-Oct-1981
AMERI*550 AS & Design	74/183,754	10-Jul-1991	1,738,216	08-Dec-1992
AMERI*550 TR & Design	74/183,853	10-Jul-1991	1,739,675	15-Dec-1992
AMERI*CLASSIC & Design	73/508,331	13-Nov-1984	1,342,472	18-Jun-1985
AMERI*CLEAT (Stylized)	73/289,047	08-Dec-1980	1,191,140	02-Mar-1982
AMERI*D440 & Design	74/183,852	10-Jul-1991	1,703,113	28-Jul-1992
AMERI*DCL & Design	73/369,259	11-Jun-1982	1,240,203	31-May-1983
AMERI*ESR ML & Design	73/369,722	14-Jun-1982	1,239,303	24-May-1983
AMERI*FREIGHT & Design	73/346,643	21-Jan-1982	1,217,485	23-Nov-1982
AMERI*G4S & Design	74/493,125	22-Feb-1994	1,934,107	07-Nov-1995
AMERI*GARD II & Design	74/183,751	10-Jul-1991	1,744,426	05-Jan-1993
AMERI*GRIP & Design	73/289,050	08-Dec-1980	1,194,276	27-Apr-1982
AMERI*GRIP LT & Design	73/289,048	08-Dec-1980	1,192,069	16-Mar-1982
AMERI*JUMBO JC & Design	73/632,958	28-Nov-1986	1,462,714	27-Oct-1987
AMERI*JUMBO SAG & Design	73/632,957	28-Nov-1986	1,461,808	20-Oct-1987
AMERI*LUG & Design	73/381,252	23-Aug-1982	1,245,225	12-Jul-1983

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
AMERI*LUG DT & Design	73/562,981	11-Oct-1985	1,419,923	09-Dec-1986
AMERI*LUG LP & Design	73/426,506	18-May-1983	1,283,286	26-Jun-1984
AMERI*LUG MS & Design	73/691,931	26-Oct-1987	1,504,790	20-Sep-1988
AMERI*MSL & Design	73/441,874	31-Aug-1983	1,290,916	21-Aug-1984
AMERI*RIB LP & Design	73/579,304	24-Jan-1986	1,432,850	17-Mar-1987
AMERI*RIB ST & Design	73/579,308	24-Jan-1986	1,432,853	17-Mar-1987
AMERI*S350 & Design	74/184,133	10-Jul-1991	1,701,660	21-Jul-1992
AMERI*SBR & Design	73/381,207	23-Aug-1982	1,247,006	02-Aug-1983
AMERI*SPORT & Design	73/365,691	20-May-1982	1,258,483	22-Nov-1983
AMERI*SPRINT & Design	73/228,784	08-Dec-1980	1,194,275	27-Apr-1982
AMERI*SRF & Design	73/311,664	26-May-1981	1,205,377	17-Aug-1982
AMERI*STEEL & Design	73/375,548	19-Jul-1982	1,240,211	31-May-1983
AMERI*STEEL LT & Design	73/288,969	08-Dec-1980	1,192,068	16-Mar-1982
AMERI*TECH 4 & Design	73/579,306	24-Jan-1986	1,432,852	17-Mar-1987
AMERI*TRAC LT & Design	73/289,049	08-Dec-1980	1,192,070	16-Mar-1982
AMERI*WAY & Design	73/311,663	6-May-1981	1,205,376	17-Aug-1982
AMERI*WAY A/S & Design	74/183,752	10-Jul-1991	1,734,646	24-Nov-1992
AMERI*WAY S/T & Design	73/405,094	06-Dec-1982	1,267,082	14-Feb-1984
AMERI*WAY SR & Design	73/381,206	23-Aug-1982	1,247,005	02-Aug-1983
AMERI*WAY XT & Design	73/311,665	26-May-1981	1,205,378	17-Aug-1982
APACHE	74/177,053	17-Jun-1991	1,686,287	12-May-1992
ARALON	73/518,208	18-Jan-1985	1,353,921	13-Aug-1985
ARALON & Design	73/538,307	17-May-1985	1,372,412	26-Nov-1985

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
ASTRA	73/342,172	17-Dec-1981	1,216,617	16-Nov-1982
CRESTWOOD	73/379,900	13-Aug-1982	1,245,215	12-Jul-1983
D450	75/120,874	18-Jun-1996	2,061,403	13-May-1997
DEEP MINE LUG	72/466,398	23-Aug-1973	1,004,513	11-Feb-1975
ESCORT (Stylized)	72/316,234	09-Jan-1969	947,598	21-Nov-1972
G - GENERAL TIRE (Stylized)	72/207,205	01-Dec-1964	797,252	05-Oct-1965
G - GENERAL TIRE (Stylized)	72/157,993	27-Nov-1962	780,498	24-Nov-1964
G - GENERAL TIRE (Stylized)	72/194,172	25-May-1964	809,694	07-Jun-1966
G - GENERAL TIRE (Stylized)	72/223,116	12-Jul-1965	817,145	18-Oct-1966
G - GENERAL TIRE (Stylized)	72/150,938	10-Aug-1962	752,967	16-Jul-1963
GEN*SEAL & Design	73/288,785	08-Dec-1980	1,194,576	04-May-1982
GENERAL (Stylized)	71/094,741	27-Apr-1916	114,963	16-Jan-1917
GENERAL D460	74/509,605	06-Apr-1994	2,084,251	29-Jul-1997
GENERAL LMT 400	75/118,112	13-Jun-1996	2,229,316	02-Mar-1999
GENERAL LMT460	75/118,343	13-Jun-1996	2,207,451	01-Dec-1998
GENERAL RIB ST	74/675,950	17-May-1995	2,000,928	17-Sep-1996
GENERAL S370	74/540,431	12-Apr-1994	1,982,954	25-Jun-1996
GENERAL STEEL RADIAL	73/190,941	26-Oct-1978	1,124,711	04-Sep-1979
GENERAL STEEL SD	73/412,096	03-Feb-1983	1,269,743	13-Mar-1984
GENERAL TIRE (Stylized)	73/716,901	15-Mar-1988	1,516,839	13-Dec-1988
GENERAL-LY SPEAKING	72/213,552	08-Mar-1965	798,826	16-Nov-1965
GLT TRACTION II	73/281,293	10-Oct-1980	1,193,941	20-Apr-1982
GRABBER AP	73/507,310	05-Nov-1984	1,367,507	29-Oct-1985

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
GRABBER AT	73/507,311	05-Nov-1984	1,367,508	29-Oct-1985
GRABBER LT	73/281,292	10-Oct-1980	1,216,236	09-Nov-1982
GRABBER MT	73/507,312	05-Nov-1984	1,367,509	29-Oct-1985
HCT	72/244,701	02-May-1966	845,452	05-Mar-1968
INDIA (Stylized)	71/445,175	08-Jul-1941	390,252	09-Sep-1941
JUMBO POWER JET	73/281,283	10-Oct-1980	1,189,930	16-Feb-1982
JUMBO POWER JET COMMERCIAL	73/284,788	20-Oct-1980	1,189,932	16-Feb-1982
JUMBO SUPER ALL GRIP	73/281,279	10-Oct-1980	1,191,634	09-Mar-1982
LOADER LUG	73/092,645	07-Jul-1976	1,085,453	14-Feb-1978
MAXIMA	72/349,807	28-Jan-1970	926,329	28-Dec-1971
MCS	73/190,942	26-Oct-1978	1,155,497	26-May-1981
ND SUPER LUGGER II	73/381,195	23-Aug-1982	1,245,223	12-Jul-1983
NYGEN	72/231,682	27-Oct-1965	825,965	21-Mar-1967
NYGEN (Stylized)	71/647,841	28-May-1953	584,403	05-Jan-1954
PB & Design	73/336,249	09-Nov-1981	1,228,398	22-Feb-1983
PLAZA	72/179,628	23-Oct-1963	772,826	07-Jul-1964
POWER JET COMMERCIAL	73/376,228	23-Jul-1982	1,241,086	07-Jun-1983
POWER-JET	72/262,161	09-Jan-1967	839,134	21-Nov-1967
PURSUIT SPECIA	72/106,900	21-Oct-1960	716,858	13-Jun-1961
QVP QUALITY VALUE PERFORMANCE	74/522,896	03-May-1994	1,962,390	12-Mar-1996
RAIL VAN	72/196,143	22-Jun-1964	787,176	23-Mar-1965
ROCK RIB	73/012,635	04-Feb-1974	1,002,023	21-Jan-1975

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
RRR SAVES FUEL & Design	73/364,757	14-May-1982	1,241,078	07-Jun-1983
SATELLITE	73/170,004	11-May-1978	1,116,011	03-Apr-1979
SERVA-SPARE	73/137,415	12-Aug-1977	1,087,260	14-Mar-1978
SIDEWINDER	72/308,288	26-Sep-1968	938,816	25-Jul-1972
SILENT GRIP	72/116,503	27-Mar-1961	736,942	28-Aug-1962
SOLO-TECH	74/177,055	17-Jun-1991	1,701,658	21-Jul-1992
SONIC	72/207,335	02-Dec-1964	805,575	15-Mar-1966
SONIC & Design	72/306,096	28-Aug-1968	890,380	05-May-1970
SONIC COMMERCIAL	72/207,339	02-Dec-1964	805,578	15-Mar-1966
SONIC SPECTRUM	73/334,003	26-Oct-1981	1,220,781	21-Dec-1982
SONIC VAGABOND	72/459,533	06-Jun-1973	996,459	22-Oct-1974
SUPER ALL GRIP	72/256,355	12-Oct-1966	840,485	12-Dec-1967
SUPER EXPRESSWAY	71/695,414	27-Sep-1955	630,004	03-Jul-1956
SUPER SONIC	72/207,334	02-Dec-1964	805,574	15-Mar-1966
THE BIG "G" IS YOUR GUARANTEE	72/183,404	23-Dec-1963	772,529	30-Jun-1964
TIMBER-SKID	73/337,386	16-Nov-1981	1,213,235	19-Oct-1982
TL 100	73/364,749	14-May-1982	1,256,783	08-Nov-1983
TOURING 2000	74/347,584	12-Jan-1993	1,889,237	11-Apr-1995
ULTRA SONIC	72/207,337	02-Dec-1964	805,577	15-Mar-1966
VAI	73/609,053	11-Jul-1986	1,433,759	24-Mar-1987
VERSA TRAC LT	73/367,138	28-May-1982	1,244,385	05-Jul-1983
VERSA-TRAC	73/337,387	16-Nov-1981	1,213,236	19-Oct-1982
WIDE CLIMBER	73/059,819	06-Aug-1975	1,043,453	13-Jul-1976

Mark	App. No.	Filing Date	Reg. No.	Reg. Date
WINTER CLEAT	72/198,548	27-Jul-1964	811,708	26-Jul-1966
WINTER SONIC	72/207,342	02-Dec-1964	805,581	15-Mar-1966
XP 2000	74/174,897	07-Jun-1991	1,690,075	02-Jun-1992
XP 2000 AS	73/692,019	26-Oct-1987	1,535,187	18-Apr-1989
XP 2000 H4	74/347,630	12-Jan-1993	1,889,238	11-Apr-1995
XP 2000 II	74/298,214	24-Jul-1992	1,809,027	07-Dec-1993
XP 2000 MS	74/177,052	17-Jun-1991	1,730,934	10-Nov-1992
XP 2000 V	73/569,239	18-Nov-1985	1,395,599	03-Jun-1986
XP 2000 V4	74/347,632	12-Jan-1993	1,890,485	18-Apr-1995
XP 2000 Z4	74/347,631	12-Jan-1993	1,889,239	11-Apr-1995
XTQL	73/167,418	21-Apr-1978	1,107,923	05-Dec-1978