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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Western Trimming Corporation

1.31.02

- 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: Bemiss-Jason Corporation

Internal

Address:

Street Address: 37600 Central Court

City: Newark State: CA Zip: 94560

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: January 28, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,361,368

2,484,324

Additional number(s) attached Yes No

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

Name: John E. Kelly, Esq.

Internal Address:

KELLY BAUERSFELD LOWRY & KELLEY, LLP

TBIAZ1 00000039 2361368

Street Address: 63500 Canoga Avenue

Suite 1650

City: Woodland Hills State: CA Zip: 91367

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41): \$65.00

- 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.

John E. Kelly, Esq.

Name of Person Signing

Signature

1.28.2002

Date

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

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

TRADEMARK ASSIGNMENT

WHEREAS, Western Trimming Corporation, a California corporation, owns the following U.S. registrations:

U.S. Reg. No. 2,361,368 for WT & Design, granted June 27, 2000

U.S. Reg. No. 2,484,324 for TONS OF FUN & Design, granted September 4, 2001

WHEREAS, Bemiss-Jason Corporation, a California corporation, having a principal place of business at 37600 Central Court, Newark, California 94560 - desires to acquire and exclusively own the above-identified U.S. registrations and marks.

NOW THEREFORE, for good and valuable consideration Western Trimming Corporation, a California corporation (Assignor) assigns and transfers to Bemiss-Jason Corporation (Assignee), effective May 31, 2000, the above-identified registrations and marks and all the good will of the business symbolized by and associated with the marks.

The Commissioner of Patents and Trademarks is requested to record this Assignment in the U.S. Patent and Trademark Office and return it to the attorneys of record identified as follows:

John E. Kelly, Esq.
Kelly Bauersfeld Lowry & Kelley, LLP
6320 Canoga Avenue, Suite 1650
Woodland Hills, California 91367
(818) 347-7900

Western Trimming Corporation
(Assignor)

January 28, 2002

Date

By: _____

Name: Gary Deitsch

Title: President & CEO