

06-04-2002

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MAY 30 2002

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

1. Name of conveying party(ies):
GS Development Corporation **5-30-02**
13515 Ballantyne Corporate Place
Charlotte, North Carolina 28277

Individual(s) Association
 General Partnership Limited Partnership
 Corporation of **Delaware**
 Other Description/TAB

Date of execution of attached Document: **May 1, 2002**

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

2. Name and address of receiving party(ies):
Name: **David Suplicki and Joseph Motta**
Address: **16490 Chillicothe Road**
City: **Chagrin Falls** State/Country: **Ohio** ZIP: **44023-4398**

Individual(s) citizenship **Ohio**
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation _____
 Other _____

3. Nature of conveyance:
 Assignment
 Merger
 Security Agreement
 Change of Name
 Other Description/TAB

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 Number(s):
850,555 ; 850,576 ; 852,309
1,271,604 ; 1,228,306 ; 558,500
2,149,101 ; 2,426,529

Additional numbers attached? Yes No.

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

Name: **John H. Weber**
Internal Address: **BAKER & HOSTETLER LLP**
Washington Square, Suite 1100
1050 Connecticut Avenue, N.W.
Washington, D.C. 20036-5304

6. Total number of applications and registrations involved:**8**

7. Total fee (37 CFR 3.41)..... **\$215.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 50-20-36
Atty. Dkt. Nos.:

(87356-32) (87356-31) (87356-33) (87356-30)
(87356-25) (87356-22) (87356-20) (87332-5)

(Attach duplicate copy of this page if paying by deposit account)

06/04/2002 6TON11 00000061 850555
01 FC:481 40.00 OP
02 FC:482 175.00 OP

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 H. Weber
Name of Person Signing

Signature

5.29.02
Date

Total number of pages comprising cover sheet: **1**

ASSIGNMENT

WHEREAS, GS Development Corporation, a Delaware Corporation, having an address of 13515 Ballantyne Corporate Place, Charlotte, NC 28277, respectively, ("Assignor") has the entire right, title and interest in and to the trademarks and patent as set forth in Schedule A; and

WHEREAS, David Suplicki and Joseph Motta, jointly and severally, (Assignees) are desirous of acquiring all of Assignor's rights in and to said trademarks and patent as set forth in Schedule A;

NOW, THEREFORE, for good and valuable consideration, the receipt for and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set over unto Assignee, its legal representatives, successors, all of Assignor's entire right, title and interest in and to Assignor's trademarks and patent as set forth in Schedule A, together with the whole of the goodwill of the business pertaining thereto, the same and the rights of the Assignor to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives; together with all claims for damages by reason of past infringement of the Assignor's patent and trademarks are set forth in Schedule A with the right to sue for and collect the same for its own use and benefit, and for the use and on behalf of its successors, assigns or other legal representatives.

IN TESTIMONY WHEREOF, Assignor has caused it's name to be assigned by it's duly authorized officer.

GS DEVELOPMENT CORPORATION

Signature: Spencer Conard

Name: Spencer Conard
(printed or typewritten)

Title: President

Date: May 1, 2002

STATE OF _____)
) SS:
COUNTY OF _____)

On this _____ day of _____, 2002, before me personally appeared _____ to me known to be the persons named in and who executed the above instrument, and acknowledged to me that they executed the same for the uses and purposes therein set forth.