

06-10-2002



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Patent and Trademark Office

Attorney Docket No: PRF1513168

102116296

05-28-2002

To the honorable Commissioner for Trademarks: 1

U.S. Patent & TMO/TM Mail Rpt Dt. #74

Documents or copy thereof.

1. Name of conveying party(ies):

Swag Industries

5-28-02

- Individuals
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Cayman Islands Corporation

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other \_\_\_\_\_

Execution date: April 15, 2002

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

Name: Production Finance International L.L.C.  
Address: 905 West Riverside, Suite 607

City: Spokane State: WA ZIP: 99201

- Individual(s) citizenship \_\_\_\_\_
- Association State of \_\_\_\_\_
- General Partnership State of \_\_\_\_\_
- Limited Partnership State of \_\_\_\_\_
- Corporation-State State of \_\_\_\_\_
- Other Washington Limited Liability Corporation

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). 75/871,119  
76/144,314  
75/583,845

B. Trademark Registration No(s). 1,994,102  
1,981,840

Additional numbers attached?  Yes  No

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

James Uhler, Esq.  
CHRISTENSEN O'CONNOR  
JOHNSON KINDNESS<sup>PLLC</sup>  
1420 Fifth Avenue  
Suite 2800  
Seattle, WA 98101-2347  
206.682.8100

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41):..... \$ 140.00  
Check No. 138977 in the amount of \$140.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.*

James Uhler  
Name of Attorney or Agent  
Direct Dial 206.695.1774

Signature

5/23/02  
Date

Total number of pages including cover sheet, attachments and document: 2

OMB No. 0651-0011 (exp. 4/94)

06/07/2002 LNUELLER 00000097-75871119

01 FC1481 40.00 OP  
02 FC1482 100.00 OP

TRADEMARK  
REEL: 002520 FRAME: 0869

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**ASSIGNMENT OF TRADEMARKS AND PENDING APPLICATIONS AND REGISTRATIONS**

WHEREAS, Swag Industries, a Cayman Islands corporation, having a place of business at 5651 Palmer Way, Suite J, Carlsbad, California 92008, (hereinafter the "ASSIGNOR"), is the owner of the following trademarks and the U.S. applications and registrations therefor:

Mark	Serial No./Reg. No.	Filing Date/Issue Date
PROM	Serial No. 75/871,119	December 15, 1999
PROM	Reg. No. 1,994,102	August 13, 1996
SWAG	Reg. No. 1,981,840	June 25, 1996
TWIST	Serial No. 76/144,314	October 11, 2000
TWIST	Serial No. 75/583,845	October 27, 1998

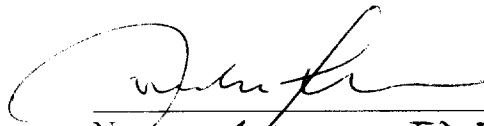
WHEREAS, Production Finance International, L.L.C., a Washington limited liability company, having a place of business at 905 West Riverside, Suite 607, Spokane, Washington 99201, (hereinafter the "ASSIGNEE") is the successor to the portion of ASSIGNOR'S business to which said trademarks and applications/registrations therefor pertain and is desirous of acquiring said trademarks and the applications and registrations therefor:

NOW, THEREFORE, for sufficient, good, and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE its entire right, title to and interest in said trademarks and the goodwill of the business associated with the trademarks and the applications and registrations therefor.

The Commissioner of Patents and Trademarks is requested to issue the Certificates of Registration to ASSIGNEE for the pending applications.

Executed at Carlsbad, this 15 day of APRIL, 2002.

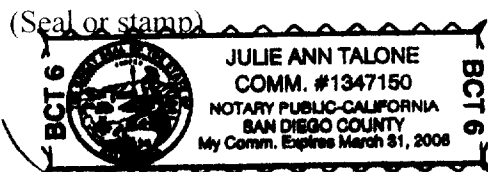
SWAG INDUSTRIES

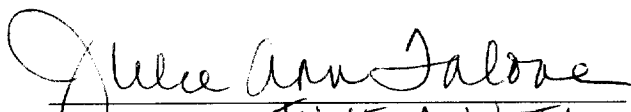
  
 Name: ANDREW FRIESEN  
 Title: PRESIDENT

(38) CA  
 STATE OF WASHINGTON )  
 COUNTY OF SAN DIEGO )<sup>SS.</sup>

I certify that I know or have satisfactory evidence that ANDREW FRIESEN is the person who appeared before me, and said person acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute the instrument and acknowledged it as the PRESIDENT of Swag Industries to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: 4-15-2002



  
 Printed Name: JULIE ANN TALONE  
 Notary Public  
 My appointment expires 3-31-2006