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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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): Interparts Industries, Inc. 6-3-02 [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: Interparts International, Inc. Internal Address: Street Address: 190 Express Street City: Plainview State: NY Zip: 11803 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State New York [] 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: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: May 16, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,229,986 2,250,224 2,345,224 2,276,432 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Galina A. Krasilovsky Kirman, Esq. Internal Address: Winston & Strawn Street Address: 200 Park Avenue City: New York State: NY Zip: 10166

6. Total number of applications and registrations involved: 4 7. Total fee (37 CFR 3.41): \$115 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 501-814 06-03-2002 U.S. Patent & TMO/TM Mail Rcpt Dt. #11 (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. Galina A.K. Kirman Signature Date: June 3, 2002

Total number of pages including cover sheet, attachments, and document: 6

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

06/17/2002 6TOM11 00000102 501814 2229906 01 FC1481 40.00 CH 02 FC1482 75.00 CH

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TRADEMARK REEL: 002526 FRAME: 0199

ASSIGNMENT

WHEREAS, INTERPARTS INDUSTRIES, INC., a New York corporation with a place of business at 190 Express Street, Plainview, New York 11803 (hereinafter "ASSIGNOR"), is the owner of all right, title and interest in and to certain trademarks, including the trademark registrations and applications for registration thereof and the common law rights pertaining thereto (hereinafter the "MARKS"), identified in Schedule A hereto, and incorporated herein by reference, and is the owner of the goodwill of the business symbolized by the MARKS and connected with the use thereof; and

WHEREAS, INTERPARTS INTERNATIONAL, INC., a New York corporation with a place of business at 190 Express Street, Plainview, New York 11803 (hereinafter "ASSIGNEE"), is desirous of acquiring all of ASSIGNOR's right, title and interest in and to the MARKS, together with the applications therefor and registrations thereof and the goodwill of the business symbolized thereby;

NOW, THEREFORE, in consideration of the foregoing premises and the mutual promises set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. ASSIGNOR hereby does assign, transfer and convey, effective as of the date hereof, to ASSIGNEE, its successors, legal representatives and assigns, all of ASSIGNOR's right, title, and interest in and to the MARKS (including, without limitation, the United States trademark applications and registrations therefor and all other registrations and applications for registration of the MARKS in all jurisdictions), together with the goodwill of that portion of ASSIGNOR'S business symbolized thereby, including without limitation, the right to petition, sue or otherwise seek and recover damages, profits and any other remedy (monetary, injunctive, declaratory or other), for any past, present or future infringement, dilution, conversion or misappropriation of, or other injury, offense, violation, breach of duty or wrong relating to the MARKS, or any license, agreement, contract or other matter relating thereto.

2. ASSIGNOR hereby agrees to authorize and request the Commissioner of Patents and Trademarks of the United States of America to record the title of ASSIGNEE, its successors, legal representatives and assigns, as owner of all right, title and interest in and to the MARKS, together with all goodwill of the business associated with and symbolized by the MARKS, and to issue the Certificate of Registration resulting from any application for registration of the MARKS or renewal of any existing registration of the MARKS to ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

ASSIGNOR agrees that it will execute and deliver, or cause to be executed and delivered, to ASSIGNEE or ASSIGNEE's legal representatives, any other or additional assignments, documents, certificates, powers or other writings, and take all additional actions, as may be necessary to transfer the MARKS to ASSIGNEE, to effectuate and validate this Assignment, to record this Assignment of the MARKS to ASSIGNEE with the United States Patent and Trademark Office, under the relevant laws of the United States.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of this _____ day of May 16, 2002.

INTERPARTS INDUSTRIES, INC.

By: [Signature]

Name: HUNG-DA YANG

Title: President

SEAL

State of New York
County of Nassau ss

On this 16 day of May, 2002, before me personally appeared Hung DA YANG to me personally known, who being duly sworn, did say that he/she is the PRESIDENT of INTERPARTS INDUSTRIES, INC. and that he/she duly executed the foregoing instrument for and on behalf of INTERPARTS INDUSTRIES, INC., being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of said corporation.

[Signature]
Notary Public

CATHERINE JAROSCH
Notary Public, State of New York
No. 01314767148
Qualified in Nassau County
Commission Expires Sept. 30, 2002

SCHEDULE A

TRADEMARK	REGISTRATION NO.
INTERPARTS	2,229,986
INTERPARTS	2,250,224
INTERPARTS & Design	2,345,224
INTER	2,276,432