

RE

08-22-2002

3 SHEET

U.S. DEPARTMENT OF
Patent and Trademark

-Y

8.2202



Tab settings

To the Honorable Commissioner of Patents and Trademarks 1.02199422

Attached original documents or copy thereof.

1. Name of conveying party(ies):
VANCE & HINES RACING, INC.

- Individual(s)
- General Partnership
- Corporation-State CA
- Other _____

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

June 12, 2002

Execution Date:

2. Name and address of receiving party(ies)

Name: V&H PERFORMANCE, INC.

Internal Address: c/o Motorsport Aftermarket Group, Inc.

Street Address: 24845 Corbit Place

City: Yorba Linda State: CA Zip: 92887

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation State CA

Other _____

If assignee is not domiciled in the United States, a 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 trademark

A. Trademark Application No.(s)

76/417,012 76/417,011

B. Trademark Registration

- NONE -

Additional numbers attached? NO

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

Name: Rebecca L. Foley

Internal Address: 16th Floor

Street Address: Katten Muchin Zavis Rosenman

525 W. Monroe

City: Chicago Stat IL ZIP 60661

6. Total number of applications and registrations 2

7. Total fee (37 CFR) \$ 65.00

Enclosed

Authorized to be charged to deposit

8. Deposit account number:

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

08/23/2002 6TON11 00000049 76417012

DO NOT USE THIS SPACE

FC-481 40.00 DP
FC-482 25.00 DP

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 of the original document.

Rebecca L. Foley

Name of Person

Rebecca L. Foley
Signature

8/13/02

Date

Total number of pages including cover sheet, attachments, and

2

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

~~CONFIDENTIAL~~ TRADEMARK ASSIGNMENT

Whereas VANCE & HINES RACING, INC., a California corporation (the "ASSIGNOR"), is the owner of the entire right, title, and interest in and to the trademarks "Vance & Hines" and "Vance & Hines Racing", together with the goodwill of the business represented and symbolized by the trademarks as well as all registrations and applications filed in connection therewith (collectively, the "Marks").

Whereas V&H Performance, Inc., a California corporation (the "ASSIGNEE"), is desirous of acquiring the entire right, title and interest of the ASSIGNOR in and to the Marks, together with the goodwill of the business represented and symbolized by the Marks.

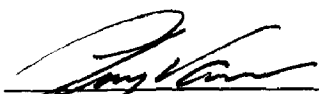
NOW, THEREFORE, in consideration of good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign and transfer to ASSIGNEE all right, title and interest in and to the Marks, together with the goodwill of the business represented and symbolized by the Marks, all common law rights, and the right to register, renew, protect and defend said Marks and to sue for past infringements of said Marks.

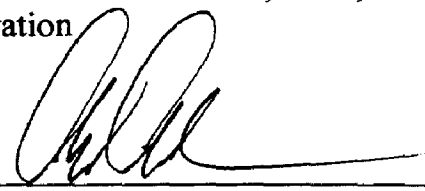
The ASSIGNOR agrees to cooperate with ASSIGNEE in filing documents with the United States Patent & Trademark Office to obtain registration of the Marks and its recording of this Assignment in the United States Patent & Trademark Office. The ASSIGNOR further agrees to cooperate with ASSIGNEE in executing, and assisting ASSIGNEE in recording, such further documents, including additional assignments, as may be required by the law of any foreign country to convey the foregoing rights to ASSIGNEE.

IN WITNESS WHEREOF, the parties have caused this instrument to be executed by their respective authorized officers effective as of the date first above written.

VANCE & HINES RACING, INC., a California corporation

V&H PERFORMANCE, INC., a California corporation

By: 
Terry Vance, its President

By: 
Arnold W. Ackerman, its Chairman