

09-12-2002



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To the Honorable Commissioner of Patents and Trademarks

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Gen-X Holdings Inc.

- Individual(s)
- General Partnership
- Corporation
- Other _____
- Association
- Limited Partnership

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

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other: Nunc Pro Tunc Assignment
- Merger
- Change of Name

Execution Date: December 30, 1999

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

Gen-X Equipment Ltd.
36 Dufflaw Road
Toronto, Ontario M6A 2W1

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation: Washington
- Other: _____

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) & addresses attached? Yes No

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

A. Trademark Application No.(s): 75/371,181

B. Trademark Reg. No.(s):

Additional numbers attached Yes No

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

Harriet E. Perkins, Esq.
Drinker Biddle & Reath LLP
1000 Westlake Drive, Suite 300
Berwyn, PA 19312

Attorney Docket No. 144223

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number: 500573

09/12/2002 DBYRNE 00000211 500573 75371181

DO NOT USE THIS SPACE

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9. 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.

HARRIET E. PERKINS

September 11, 2002

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments and document: 4

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

IN RE: U.S. Trademark Application No. 75/371,181

MARK: DUKES

FILING DATE: October 10, 1997

OWNER: Gen-X Equipment Ltd.

DESIGNATION OF DOMESTIC REPRESENTATIVE

Drinker Biddle & Reath LLP, whose postal address is One Logan Square, 18th and Cherry Streets, Philadelphia, PA 19103-6996, is hereby designated as Owner's domestic representative upon whom notices or process in proceedings affecting the mark may be served.

POWER OF ATTORNEY

Applicant hereby appoints:

Arthur H. Seidel, a member of the bars of New York, Pennsylvania and the District of Columbia; Gregory J. Lavorgna, a member of the bars of Pennsylvania and the District of Columbia; Daniel A. Monaco, a member of the bars of Pennsylvania and New Jersey; Thomas J. Durling, a member of the bar of Pennsylvania; John J. Marshall, a member of the bar of Pennsylvania; Stephen J. Meyers, a member of the bars of New York and Pennsylvania; Nancy Rubner Frandsen, a member of the bar of Pennsylvania; Harriet E. Perkins, a member of the bars of Pennsylvania and the District of Columbia; Joseph R. DelMaster, Jr., a member of the bar of Pennsylvania; Robert E. Cannuscio, a member of the bars of Pennsylvania and Connecticut; Michael F. Snyder, a member of the bar of Pennsylvania; Susan F. Evans, a member of the bar of Pennsylvania and Cheryl L. Slipski, a member of the bars of Pennsylvania and Connecticut; with offices at One Logan Square, 18th and Cherry Streets, Philadelphia, PA 19103-6996 (Tel.: 215-988-2700), as our attorneys, with full power of substitution and revocation, to prosecute this application and to transact all business in connection therewith and to receive the Certificate of Registration.

Date: Sept 10/02

GEN-X EQUIPMENT LTD.

BY: Kerry Wasserman
KERRY WASSERMAN

**NUNC PRO TUNC ASSIGNMENT
OF U.S. TRADEMARK APPLICATION NO. 75/371,181 (A9)**

WHEREAS, Gen-X Holdings Inc., a Washington corporation with a place of business at 36 Dufflaw Road, Toronto, Ontario M6A 2W1 Canada (hereinafter "Assignor") owned the trademark "DUKES" that is the subject of U.S. Trademark Application No. 75/371,181, which was filed in the U.S. Trademark Office on October 10, 1997 (hereinafter "the Trademark"), and the goodwill of the business symbolized by the Trademark;

WHEREAS, on December 30, 1999, Assignor did assign the Trademark and the goodwill of the business symbolized by the Trademark, together with U. S. Trademark Application No. 75/371,181 for "DUKES" to Gen-X Equipment Ltd., a Washington corporation with a place of business at 36 Dufflaw Road, Toronto, Ontario M6A 2W1 Canada (hereinafter "Assignee"); and

WHEREAS, Assignor and Assignee are desirous of making this Assignment a matter of record in the U.S. Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Assignor hereby acknowledges that it did on December 30, 1999, sell, assign, transfer and convey unto Assignee all of its right, title and interest in the Trademark, including any choses in action relating to the Trademark, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of the Trademark accruing on or before the date of this Assignment, together with the goodwill of the business symbolized by the Trademark, and including the application for registration thereof as set forth above; and further, Assignor hereby

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covenants, agrees and undertakes to execute, whenever requested by Assignee, all applications, assignments, lawful oaths and any other papers which Assignee may deem necessary or desirable for securing to Assignee or for maintaining for Assignee the Trademark hereby acknowledged to have been assigned, and the choses in action therefor, all without further compensation to Assignor.

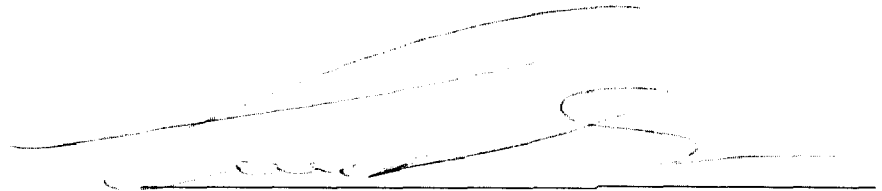
GEN-X HOLDINGS INC.



BY: _____
Kenneth J. Finkelstein
Chairman

On this 5th day of Sept 2002, personally appeared Kenneth J. Finkelstein, to me known and known to me to be the Chairman of Gen-X Holdings Inc. and acknowledged that he executed the foregoing Assignment as his free act and deed and as the free act and deed of said corporation for the purposes set forth therein and intending that this instrument be recorded.

(Seal)



NOTARY PUBLIC

My Commission Expires: for life

Michael L. Watson
Printed or stamped name of notary

SCHEDULE A

Assignment of Trademarks from Gen-X Holdings Inc. to Gen-X Equipment Ltd. (A9)

Registered:

Pending:

TRADEMARK	COUNTRY	REGISTRATION NUMBER
DUKES	United States	75/371181