

9.10.02

09-16-2002



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

RI TRADEMARK 102221849

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):
Buell Motorcycle Company

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

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

2. Name and address of receiving party(ies)
 Name: **H-D Michigan, Inc.**
 Internal Address: _____
 Street Address: **315 W. Huron, Suite 400**
 City: **Ann Arbor** State: **MI** Zip: **48103**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 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:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **April 1, 2002**

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____
SEE ATTACHED

B. Trademark Registration No.(s) _____
SEE ATTACHED

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Jennifer Sheehan Anderson**
 Internal Address: _____
 Street Address: **315 W. Huron, Suite 400**
 City: **Ann Arbor** State: **MI** Zip: **48103**

6. Total number of applications and registrations involved: **12**

7. Total fee (37 CFR 3.41).....\$ **315.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: **08-0100**

DO NOT USE THIS SPACE

9. Signature.
Gail A. Lione *Gail A. Lione* **August 29, 2002**
 Name of Person Signing Signature Date

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

FINANCE SECTION

09/13/2002 LNUELLER 00000192 000100

Mail documents to be recorded with required cover sheet information to: 2254818 Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:481 40.00 CH
02 FC:482 275.00 CH

TRADEMARK REEL: 2581 FRAME: 0703

SCHEDULE A

<u>MARK</u>	<u>REG. NO.</u>	<u>CLASS(ES)</u>
BATTLETRAX	2,254,818	25, 41
BLAST	2,520,653	12
BRAG	2,147,643	25, 42
BUELL	2,113,565	09, 12, 25, 35
BUELL	1,465,034	12
CYCLONE	2,345,842	12
DIFFERENT IN EVERY SENSE	2,197,300	20, 35
LIGHTNING	2,067,604	12
SIGNATURE SERIES	2,337,076	12
ROAD AHEAD	2,479,967	16

<u>MARK</u>	<u>APP. NO.</u>	<u>CLASS(ES)</u>
S3 THUNDERBOLT	75/657,951	12
SHARK'S TOOTH	76/348,369	12

ASSIGNMENT

Effective March 27, 2002, BUELL MOTORCYCLE COMPANY, a Wisconsin corporation with an address at 2799 Buell Drive, East Troy, Wisconsin 53120 ("Assignor"), wishes to assign to H-D MICHIGAN, INC., a Michigan corporation with an address at 315 West Huron Street, Suite 400, Ann Arbor, Michigan 48103 ("Assignee"), the Trademark Rights in and to the trademarks and service marks set forth in Schedule A, attached.

The term "Trademark Rights" shall mean the trademarks and service marks listed in Schedule A, in word or design formats; any and all applications and registrations secured and to be secured for such trademarks and service marks; the goodwill of the business in which such trademarks and service marks are used; and any and all renewals thereof, together with the right to bring lawsuits and collect for past infringements thereof; and any and all rights and privileges provided under the trademark, unfair competition and other laws of the United States, individual states thereof and other countries, to the extent any such rights exist or come into existence.

In view of the payment of Ten dollars and 00/100 (\$10.00), and other legally sufficient and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor does hereby assign and transfer to Assignee, any and all right, title and interest in and to the Trademark Rights.

Assignor shall, without further consideration, execute any additional documents as may be reasonably requested by Assignee to prove and record this Assignment.

This Assignment and all terms hereof shall be binding upon and inure to the benefit of the parties and their respective heirs, personal and legal representatives, successors and assigns.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date set forth below.

ASSIGNOR

Date: April 1, 2002

By



Gail A. Lione

Title

Vice President

SCHEDULE A

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BATTLETRAX	2,254,818	25, 41
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