



09-26-2002



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

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

Select Products, Inc.

9.7002

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

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

3. Nature of conveyance:

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

Execution Date: 9/1/02

2. Name and address of receiving party(ies)

Name: Madison One Holdings LLC

Internal Address:

Street Address: 3737 Willowick

City: Houston State: TX Zip: 77019

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Corp. -- Nevada

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,328,311;
2,350,205

Additional number(s) attached Yes No

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

Name: Daniel I. Schloss, Esq.

Internal Address:

Street Address: Greenberg Traurig, LLP

200 Park Avenue, 16th Floor

City: New York State: NY Zip: 10166

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1561

DO NOT USE THIS SPACE

9. Signature.

Daniel I. Schloss, Esq.

Name of Person Signing

Daniel I. Schloss
Signature

September 16, 2002

Date

Total number of pages including cover sheet, attachments, and document: 5

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

09/25/2002 GT0N11 00000215 501561 2328311

01 FC:481 40.00 CH
02 FC:482 25.00 CH

TRADEMARK
REEL: 2588 FRAME: 0154

TRADEMARKS OWNED BY SELECT PRODUCTS, INC.

<u>Country</u>	<u>Trademark</u>	<u>Reg. No.</u>
U.S.	DAIRY XPRESS	2,328,311
U.S.	DAIRY XPRESS	2,350,205

ASSIGNMENT OF TRADEMARKS

WHEREAS, Select Products, Inc., a Wisconsin corporation (the "Assignor"), is the owner of all right, title and interest in and to certain trademarks and service marks, including without limitation all goodwill associated therewith and the United States and foreign trademark and service mark registrations and pending applications therefor, as set forth and more particularly described on Schedule A annexed hereto (collectively hereinafter the "Marks"); and

WHEREAS, Madison One Holdings LLC, a Nevada limited liability company ("Assignee"), is acquiring substantially all of Assignor's business and goodwill appurtenant to the Marks, and Assignor has agreed to assign to Assignee the Marks to Assignee;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns, sells and transfers to Assignee all right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the right to sue and recover damages and profits for all past, present, and future third-party infringements, if any.

Assignor agrees on behalf of itself, its directors, officers, employees, agents, successors, assigns, and legal representatives to execute any and all papers and instruments and to do any and all acts which may be necessary or requested by Assignee, in order to carry into full force and effect this sale, assignment and transfer, including without limitation to vest in Assignee or its assigns record title in and to the Marks worldwide.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of this 1st day of SEPT 2002.

SELECT PRODUCTS, INC.

By: _____

Name: William S. Trumble
Title: DIRECTOR

Chris R. Hansen
Treasurer

NOTARIAL ACKNOWLEDGEMENT

STATE OF WI)

COUNTY OF Dane) ss.:

Chris R. Hannemann On this 4th day of Sept. 2002, before me personally appeared William Thompson, to me known, who, being by me duly sworn, did depose and say that (s)he is the Director - Treasurer of SELECT PRODUCTS, INC., the Wisconsin corporation described in and which executed the foregoing instrument; and that (s)he signed his name thereto pursuant to the authorization of said corporation.

Claire Ann Resop
Notary Public, Claire Ann Resop
My commission is permanent.

STAMP AND SEAL

SCHEDULE A

THE MARKS