

10-17-2002



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

10-16-02

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):

Hahn Automotive Warehouse, Inc. 10-16-02

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

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

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

Name: **iAutoparts.com, Inc.**

Internal Address: _____
 Street Address: **415 West Main Street**
 City: **Rochester** State: **NY** ZIP: **14608**

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

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

Execution Date: March 14, 2000

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,303,068 and 2,329,082

Additional numbers attached? Yes No

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

Name: Robyn Rahbar, Esq.

Internal Address: Simpson Thacher & Bartlett

Street Address: 425 Lexington Avenue

City: New York State: NY ZIP: 10017

6. Total number of applications and registrations involved: 2

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

- Enclosed
- Authorized to be charged to credit card

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Robyn Rahbar, Esq.
Name of Person Signing

Robyn Rahbar
Signature

10/14/02
Date

Total number of pages including cover sheet, attachments, and documents: 3

10/17/2002 JJALLAH2 00000020 2303068

01 FC:8521
02 FC:8522

40.00
25.00

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

TRADEMARK
REEL: 002600 FRAME: 0233

ASSIGNMENT

This Agreement, made as of March 14, 2000 ("Agreement"), is entered into by and between Hahn Automotive Warehouse, Inc., a New York corporation ("Hahn Automotive"), and iAutoparts.com, Inc., a New York corporation ("iAutoparts"), as follows:

Whereas, Hahn Automotive has registered and owns the trademarks listed on the attached Exhibit "A"; and

Whereas, iAutoparts is a wholly-owned subsidiary of Hahn Automotive which is involved in operating the iAutoparts.com website for the purchase and sale of auto parts; and

Whereas, Hahn Automotive desires to transfer and assign the trademarks listed on Exhibit "A" to iAutoparts and iAutoparts desires to accept such transfer and assignment in connection with the operation of the iAutoparts.com website.

Now therefore, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Hahn Automotive hereby transfers and assigns to iAutoparts all its right, title, and interest in and to the trademarks listed on the attached Exhibit "A."
2. Hahn Automotive agrees to do all things reasonably required to effect such transfer and assignment, including but not limited to forwarding the trademark certificates related to such trademarks, along with its assignment of any interest in the trademarks, to iAutoparts.
3. iAutoparts agrees to accept such transfer and assignment of the trademarks listed on attached Exhibit "A" in connection with the operation of the iAutoparts.com website.

Hahn Automotive Warehouse, Inc.

By: Albert Van Erp

Name: Albert VAN ERP

Title: Vice President

iAutoparts.com, Inc.

By: Daniel R. McDonald

Name: Daniel R. McDonald

Title: Vice President

Exhibit "A"

<u>Trademark</u>	<u>Federal Registration Number</u>	<u>Registration Date</u>
iAutoparts.com	2,303,068	12/21/99
iAutoparts.com and design	2,329,082	3/14/00

SIMPSON THACHER & BARTLETT

425 LEXINGTON AVENUE
NEW YORK, N.Y. 10017-3954
(212) 455-2000

FACSIMILE: (212) 455-2502

DIRECT DIAL NUMBER

(212) 455-2254

E-MAIL ADDRESS

RRahbar@stblaw.com

VIA FEDERAL EXPRESS

October 14, 2002

Re: Recordation of Assignment

Commissioner of Patents and Trademarks
U.S. Patent and Trademark Office
Assignment Division
1213 Jefferson Davis Hwy, 3rd Floor
Arlington, VA 22202

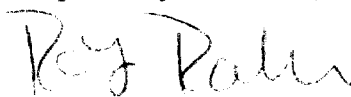
Dear Madam or Sir:

Enclosed for recording please find an Assignment in favor of
iAutoparts.com, Inc., covering 2 U.S. trademark registrations.

Also completed and enclosed is form PTO-2038, authorizing credit card
payment in the amount of \$65 to cover the filing fee. Please return confirmation of this
filing to me at my firm's address as listed above.

Thank you for your consideration.

Respectfully submitted,



Robyn Rahbar

Enclosure

LONDON

HONG KONG

TOKYO

SINGAPORE

LOS ANGELES

PALO ALTO

RECORDED: 10/16/2002

TRADEMARK
REEL: 002600 FRAME: 0236