



Commissioner of Patents and Trad  
thereof

102254687

ched original documents or copy

1. Name of conveying party(ies):

Titan Industries, Inc.

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

10-15-02

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

Valley Industries, Inc.  
1313 S. Stockton  
P.O. Box 850  
Lodi, CA 95241

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State:
- Other: a Delaware limited liability company

3. Nature of conveyance:

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

Execution Date: February 22, 2000

If assignee is not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No
- (Designations must be a separate document)
- 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)

C.

2,225,514  
2,212,271

Additional numbers attached?

- Yes
- No

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

Michael B. Stewart  
Rader, Fishman & Grauer  
39533 Woodward Avenue  
Suite 140  
Bloomfield Hills, Michigan 48304  
(248) 594-0600

6. Total number of applications and registrations involved: TWO (2)

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

- Enclosed
- Authorized to be charged to deposit account.

8. Deposit Account Number: 18-0013  
(Attach duplicate copy of this page if using deposit account)

DO NOT USE THIS SPACE

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 copy of the original document.

Michael B. Stewart  
Name

Signature

October 7, 2002  
Date

10/18/2002 DBYRNE 00000026 180013 2225514

01 FC:8521 40.00 CH  
02 FC:8522 25.00 CH

Total number of pages comprising cover sheet 3

OFFICE OF PUBLIC RECORDS  
2002 OCT 15 AM 7:49  
FINANCE SECTION

## ASSIGNMENT OF INTELLECTUAL PROPERTY

TITAN INDUSTRIES, INC., a Michigan corporation, JOANNE THOMAS, WILLIAM THOMAS and CHUCK THOMAS (the "Assignors"), are the owners of the Requisite Rights (as defined in the Asset Purchase Agreement among the Assignors, and the Assignee (as defined below).

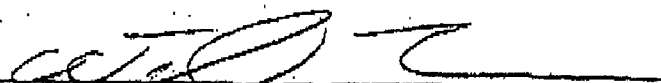
VALLEY INDUSTRIES, INC., a Delaware limited liability company (the "Assignee"), is desirous of acquiring, and the Assignors are desirous of transferring and assigning to Assignee, all of each Assignor's right, title and interest in and to the Requisite Rights, together with any and all goodwill that is associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby expressly acknowledged, the Assignors hereby agree as follows:

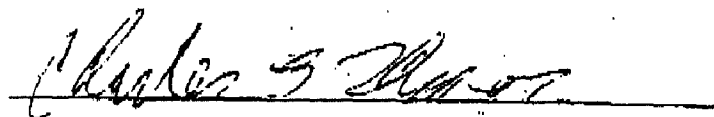
1. The Assignors hereby assign and transfer to the Assignee all of their right, title and interest in and to the Requisite Rights, including but not limited to, the trademarks and patents set forth on Schedule I hereto, together with all of the goodwill of the business associated with the Requisite Rights and together with all claims that could have been asserted by the Assignors for damages by reason of past infringement by third parties of any of the Requisite Rights prior to the date hereof, with the same right to sue for, and collect the same for Assignee's own use and benefit and for the use and benefit of its successors, assignees and/or its other legal representatives.
2. This Assignment shall be governed by and construed and interpreted in accordance with the laws of the State of Michigan.

IN WITNESS WHEREOF, the Assignors have duly executed this Assignment  
of Intellectual Property as of the 22 day of February, 2000.

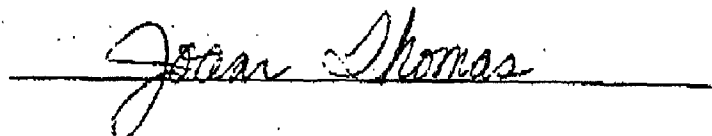
**TITAN INDUSTRIES, INC.**

By:   
Name: WILLIAM THOMAS  
Title: VICE PRESIDENT

**CHUCK THOMAS**



**JOANNE THOMAS**



**WILLIAM THOMAS**

