

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

12-04-2002



102301750

TO THE ASSISTANT COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the attached c

1. Name of conveying party:

Brian Horowitz

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

11-29-02

Additional name(s) of conveying party(ies) attached?

() Yes (X) No

2. Name and address of receiving party:

Name: American Products Company, Inc.

Address: 22234 Temescal Canyon Road

City: Corona State: CA ZIP: 92883

- () Individual
() Association
() General Partnership
() Limited Partnership
(X) Corporation - State: California
() Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: () Yes (X) No

(Designations must be a separate document from Assignment)

Additional name(s) and address(es) attached?

() Yes (X) No

3. Nature of conveyance:

- (X) Assignment
() Merger
() Security Agreement
() Change of Name
() Other:

4. Application numbers:

78/165,126	78/163,127
78/163,297	78/174,241
76/309,432	78/174,711
76/309,615	76/324,393
78/174,225	76/149,382
76/324,391	76/149,381

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) November 8, 2002

Additional numbers attached? () Yes (X) No

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

Name: Diane M. Reed
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995

Street Address: 2040 Main Street, Fourteenth Floor

City: Irvine State: CA ZIP: 92614

Attorney's Docket Nos: AMPCO.019T/021T/025T/058T/059T/066T/068T/151T/155T/159T/160T/164T

7. Total fee (37 CFR 1.21(h)): \$315

- (X) Enclosed
(X) Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications involved: 12

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.

Diane M. Reed

Name of Person Signing

Signature

11/25/02

Date

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

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

12/03/2002 DBYRNE 00000035 78165126

01 FC:8521
02 FC:852240.00 OP
275.00 OP

H:\DOCS\DMR\DMR-6677.DOC:mr\112202

U.S. Patent and Trademark Office
Attn: Assignment Division
Crystal Gateway-4
1213 Jefferson Davis Highway, Suite 320
Arlington, VA 22202

**TRADEMARK
REEL: 2626 FRAME: 0870**

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Trademark Assignment") is entered into by and between Brian Horowitz, an individual having a residence at 22761 Tindaya, Mission Viejo, CA 92557 ("ASSIGNOR"), and American Products Company, Inc., a California corporation having a place of business at 22324 Temescal Canyon Road, Corona, CA 92883 ("ASSIGNEE").

WHEREAS, ASSIGNOR has adopted, used, is using, or had and continues to have a bona fide intent to use, and is, to the best of his knowledge and belief, the owner of the trademarks listed in the attached Trademark Schedule, incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as the "Trademarks") worldwide;

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, ASSIGNOR is the owner of the federal trademark applications relating to the Trademarks listed in the Trademark Schedule (the "Applications");

WHEREAS, ASSIGNEE desires to acquire all rights, title, and interest in and to the Trademarks and Applications worldwide; and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks and Applications worldwide;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns and sells to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the following:

- (1) the Trademarks set forth in the Trademark Schedule; and
- (2) the Applications set forth in the Trademark Schedule;

together with:

- (a) the goodwill symbolized by said Trademarks and Applications, and
- (b) the portion of ASSIGNOR's business to which the Trademarks pertain, and
- (c) other registered or unregistered trademarks owned or used anywhere in the world by ASSIGNOR or any of its licensees

concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Executed at Corona, California, this 8th day of November, 2002.



BRIAN HOROWITZ




Executed at Corona, California, this 8th day of November, 2002.

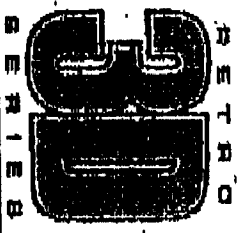
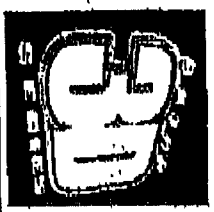


AMERICAN PRODUCTS COMPANY
a California corporation

By: 
L. James Riley
Chief Financial Officer

TRADEMARK SCHEDULE

TRADEMARKS AND FEDERAL TRADEMARK APPLICATIONS

TRADEMARK	RAID FILE NO.	CLASSES/GOODS	APPL. NO./ APPL. DATE	STATUS
ANGEL EYES	155T	11: Vehicle lights, including fog and driving lights and headlights	78/165,126 09/17/02	Pending
EURO TAILS	065T	11: Automobile accessories, including tail lights	78/163,297 09/12/02	Pending
HOOCHIE WEAR	069T	25: Clothing, namely, t-shirts, shorts, tops and hats	76/309,432 09/05/01	Pending; Suspended
	068T	25: Clothing, namely, t-shirts, shorts, tops and hats	76/309,615 09/05/01	Pending; Suspended
	159T	12: Automobile accessories, including wheels	78/174,225 10/14/02	Pending
	068T	12: Automobile and truck accessories, namely, engine grilles, fiberglass tube works and sidebars for trucks, replacement dashboards, engine air-flow intake tubes, mirrors, dashboards, anti-theft vehicle door locks, wheel disc simulators for wheel decoration, knobs for shifters, pedals and pedal covers, mufflers, and decorative muffler tips	76/324,391 10/12/01	Pending
RETRO 3D SERIES	151T	11: Automobile accessories, including tail lights	78/163,127 09/11/02	Pending

TRADEMARK	KNOWLEDGE NO.	CLASS(S)-GOODS	APPL. NO./ APPL. DATE	STATUS
	160T	11: Vehicle lights, including tail lights	78/174,241 10/14/02	Pending
	164T	12: Automobile accessories, including wheels	78/174,711 10/15/02	Pending
	066T	12: Automobile and truck accessories, namely, engine grilles, fiberglass tube works and sidebars for trucks, replacement dashboards, engine air-flow intake tubes, mirrors, dashboards, anti-theft vehicle door locks, wheel disc simulators for wheel decoration, knobs for shifters, pedals and pedal covers, multi-lens, and decorative manifold tips	76/324,393 10/12/01	Pending
SPEEDGLO	019T	12: Motor vehicle mirrors, namely side view, rearview and illuminating dash mirrors that light up via crystal electro luminescence panel	76/149,382 10/18/00	Pending; Statement of Use filed on 09/04/02
	021T	12: Motor vehicle mirrors, namely side view, rearview and illuminating dash mirrors that light up via crystal electro luminescence panel	76/149,381 10/18/00	Pending; Statement of Use filed on 09/04/02

H:\DOCS\SHIAMPOO\IF ASSIGNMENT\TRADEMARK SCHEDULE.DOC
11/01/02