

12-11-2002

Form PTO-1594

(Rev. 03/01)

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Tab settings

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

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

1. Name of conveying party(ies): **XBT, Inc.**

11-20-02

- Individual(s)
- General Partnership
- Corporation-State **Michigan**
- Other

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

2. Name and address of receiving party(ies)

Name: **Bernal, Inc.**

Internal

Address:

Street Address: **2960 Technology Drive**

City: **Rochester Hills** State: **MI** Zip: **49809**

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State **Michigan**

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

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3. Nature of conveyance:

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

Execution Date: **July 16, 2002**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) **2,198,840**

Additional number(s) attached Yes No

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

Name: **David R. Haarz**

Internal Address: **Suite 800**

Street Address: **1901 L Street, N.W.**

City: **Washington** State: **DC** Zip: **20036**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41) **\$ 40.00**

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by 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.

David R. Haarz

Name of Person Signing

David R. Haarz
Signature

November 19, 2002

Date

3

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

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

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ASSIGNMENT OF TRADEMARKS

WHEREAS, XBT, LLC, (formerly known as BERMAXX, LLC) (hereinafter "Assignor"), a Michigan limited liability corporation, 2960 Technology Drive, Rochester Hills, Michigan 49309, has or may have an interest in the marks and registrations listed on the attached Exhibit 1 (the "Marks");

WHEREAS, BERNAL, INC. (formerly known as ALPHANAC, INC.) (hereinafter "Assignee"), a Delaware corporation, 2960 Technology Drive, Rochester Hills, Michigan 49309, desires to acquire all of Assignor's right, title and interest in and to the Marks, together with the good will symbolized by such marks and any registrations therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is expressly acknowledged, ASSIGNOR assigns, transfers, and conveys to ASSIGNEE all of Assignor's right, title, and interest in and to the Marks, including the registrations listed on Exhibit 1 and the goodwill of the business symbolized by the Marks. ASSIGNOR also assigns to ASSIGNEE all of Assignor's rights to sue for and receive all damages occurring from past infringement of the Marks.

XBT, LLC

Dated as of July 16, 2002

By: Cortran Group, Inc.
Its: Manager

By: _____

Name: Wyman Bolton

Title: _____

EXHIBIT 1

United States

ULTRA

Registration No. 2,198,840

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