



02-06-2003



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U.S. DEPARTMENT OF COMMERCE  
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>2-3-03</u></p> <p>North American Cycles, Ltd.</p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Rand International Leisure Products, Ltd.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>51 Executive Blvd.</u></p> <p>City: <u>Farmingdale</u> State: <u>New York</u> Zip: <u>11735-4718</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>New York</u>  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  (Designations must be a separate document from assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment                      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement              <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>January 22, 2003</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p><u>1,752,429</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Alexander H. Butterman</u></p> <p>Internal Address: <u>Edell, Shapiro, Finnan &amp; Lytle, LLC.</u></p> <p>Street Address: <u>1901 Research Boulevard</u>  <u>Suite 400</u></p> <p>City: <u>Rockville</u> State: <u>Maryland</u> Zip: <u>20850</u></p>	<p>6. Total number of applications and registrations involved: ..... <input type="text" value="1"/></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.*

Alexander H. Butterman  
Name of Person Signing

Signature

1/30/03  
Date

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

02/05/2003 DBYRNE 00000061 1752429 Mail documents to be recorded with required cover sheet information to:  
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TRADEMARK  
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**TRADEMARK ASSIGNMENT**

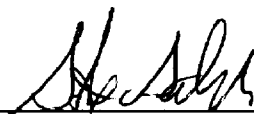
WHEREAS, North American Cycles, Ltd. (hereinafter "Assignor"), a corporation organized under the laws of the state of New York and located at 51 Executive Boulevard, Farmingdale, New York 11735-4718, has adopted and is using the mark, BARRACUDA and design, which registered on the Principal Register on February 16, 1993, and was assigned Registration No. 1,752,429, and has acquired goodwill in connection with such use; and

WHEREAS, Rand International Leisure Products, Ltd.(hereinafter "Assignee"), a corporation organized under the laws of the state of New York and located at 51 Executive Boulevard, Farmingdale, New York 11735-4718, is desirous of acquiring all rights, title, goodwill and interest in and to the trademark.

NOW, THEREFORE, in consideration of and in exchange for the sum of ten dollars (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, said Assigner does hereby assign unto said Assignee all rights, title and interest in and to the trademark together with the goodwill of the business symbolized by the trademark.

NORTH AMERICAN CYCLES, LTD.

11/22/03  
Date

  
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Steven Goldmeier  
Vice President