

3-1703

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RECORDATION TRADE

03-17-2003

DEPARTMENT OF COMMERCE Patent and Trademark Office



102391099

its or copy thereof.

To the Honorable Commissioner of Patents and Trademarks

1. Name of conveying party(ies):

Advantis Technologies, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: October 15, 2002

2. Name and address of receiving party(ies)

Name: Valterra Products, Inc. Internal Address: 15230 San Fernando Mission Blvd. Suite 107, Mission Hills, CA 91345 Street Address: same City: State: Zip:

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,591,705 1,845,289 1,893,862 2,062,439

Additional number(s) attached Yes No

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

Name: Larry F. Gitlin Rapkin & Gitlin Internal Address: 5855 Topanga Canyon Blvd. Suite 301 Woodland Hills, CA 91367-4620

Street Address: same

03/18/2003 6T0M11 00000051 1591705

01 FC:0521 02 FC:0522

40.00 DP 75.00 DP

City: State: Zip:

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 115.00

- 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.

Larry F. Gitlin Name of Person Signing

Signature

March 12, 2003

Date

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

4

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

TRADEMARK ASSIGNMENT

WHEREAS, Advantis Technologies, Inc., a corporation organized under the laws of the State of Delaware (hereinafter referred to as "Assignor"), with its principal office and place of business at 1400 Bluegrass Lakes Parkway, Alpharetta, Georgia 30004, USA, is the owner of the trademarks listed below (collectively "Trademarks");

<u>Trademark</u>	<u>Registration No.</u>
PRO STARR (Stylized)	1,591,705
PRO STARR and Design	1,845,289
BLUE WATER	1,893,862
BLUE DEVIL and Design	2,062,439

WHEREAS, Valterra Products, Inc., a corporation organized under the laws of the State of California (hereinafter referred to as "Assignee"), with its principal office and place of business at 15230 San Fernando Mission Boulevard, Suite 107, Mission Hills, California 91345, USA, is desirous of acquiring the Trademarks and the registration thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign and transfer unto the said Assignee, all right, title, and interest in and to the said Trademarks, together with the goodwill of the business symbolized by the trademark, and the above-identified registration thereof.

[Signature Page Follows]

Signed on behalf of the said ADVANTIS TECHNOLOGIES, INC.

Dated: October 15, 2002

By: 

Typed Name: Stephen M. D'Onfro

Title: President

STATE OF Georgia)
COUNTY OF Forsyth) SS.

I, Dana Wilkinson, a Notary Public in and for the County and State aforesaid, do hereby certify that Stephen M. D'onfro personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument as his free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 15th day of October, 2002.

DANA WILKINSON
Notary Public, Forsyth County, Georgia
My Commission Expires June 7, 2004

Dana P. Wilkin
Notary Public

(SEAL)

My commission expires: 6/7/04

* * *

Signed on behalf of the said _____

Dated: _____, 2002 By: _____
Typed Name: _____
Title: _____

STATE OF)
COUNTY OF) SS.

I, _____, a Notary Public in and for the County and State aforesaid, do hereby certify that _____ personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument as his free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this _____ day of _____, _____.

Notary Public

(SEAL)

My commission expires: _____