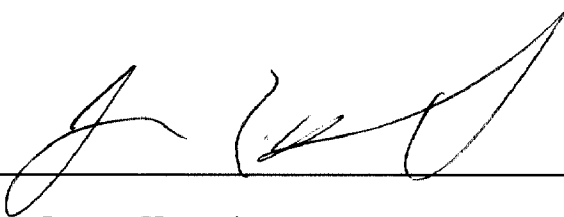


ASSIGNMENT

The undersigned, **UNITRAC INDUSTRIAL TIRES INC.** ("Assignor"), a Canadian corporation, the full post office address of whose principal office or place of business is 297 Carlingview Drive, Etobicoke, Ontario, Canada, M9W 5G3, in consideration of the sum of \$1.00 and other valuable consideration, the receipt of which is hereby acknowledged, does hereby sell, assign and transfer to **SOLIDEAL HOLDING S.A.** ("Assignee"), a Luxembourg corporation, the full post office address of whose principal office or place of business is 23 Avenue Monterey, L-2086 Luxembourg, all its right, title and interest, in Canada, the United States, and elsewhere, in and to the trademarks outlined in Schedule "A" attached hereto (hereinafter the "Trademarks"), together with the registrations and/or applications outlined in Schedule "A" hereto, in association with the wares and/or services outlined therein, together with the goodwill of the business associated therewith, the same to be held and enjoyed by the Assignee as fully and as completely as by the said Assignor had this Assignment not been made.

EXECUTED at Toronto, Ontario, Canada, this day 27th day of February, 2003.

UNITRAC INDUSTRIAL TIRES INC.

A handwritten signature in black ink, appearing to read 'J. Horowitz', is written over a solid horizontal line.

By: Jerome Horowitz,
President

ACKNOWLEDGMENT

The undersigned **SOLIDEAL HOLDING S.A.** ("Assignee"), a Luxembourg corporation, the full post office address of whose principal office or place of business is 23 Avenue Monterey, L-2086 Luxembourg, hereby accepts the above assignment and appoints **Sheldon S. Lazarovitz**, whose full post address is 31 Westgate Blvd., Toronto, Ontario, Canada, M3H 1N8, as the firm, to which any notice in respect of the Trademarks, in Canada, may be sent and upon which service of any

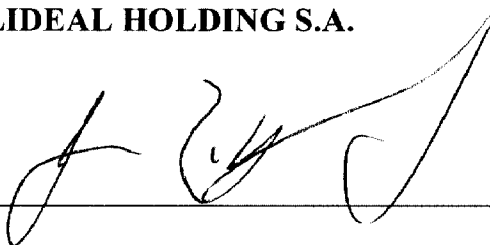
proceedings in respect of this assignment, application, or registration, may be given or served with the same effect as if they had been given to or served upon it.

POWER OF ATTORNEY: Applicant hereby appoints **Sheldon S. Lazarovitz**, located at 31 Westgate Blvd., Toronto, Ontario, Canada M3H 1N8, to prosecute the application to register, to transact all business in the U.S. Patent & Trademark Office in connection therewith, and to receive the Certificate of Registration, or other official correspondence.

APPOINTMENT OF DOMESTIC REPRESENTATIVE: Applicant hereby designates **Bruce A. Tassan**, located at 4143 North 27th Street, Arlington, Virginia, U.S.A. 22207-5211, as its representative upon whom notices or process in proceedings affecting the mark may be served.

EXECUTED at Toronto, Ontario, Canada, this day 27th day of February, 2003.

SOLIDEAL HOLDING S.A.

A handwritten signature in black ink, appearing to read 'J. Horowitz', is written over a horizontal line.

By: Jerome Horowitz,
Authorized Signing Officer, by Power of Attorney

SCHEDULE "A"

<u>COUNTRY/TRADEMARK</u>	<u>REGN. NO.</u>
1. <u>Canada</u> – UNITRAC	410946
- UNITRAC & DESIGN	416058
2. <u>United States</u> – UNITRAC DESIGN	1452035
3. <u>Argentina</u> – UNITRAC	1648389
4. <u>Brazil</u> – UNITRAC	819.504.203
5. <u>Chile</u> – UNITRAC	464.467
6. <u>Mexico</u> – UNITRAC	533663
7. <u>Peru</u> – UNITRAC	031134
8. <u>European Community</u> – UNITRAC DESIGN	385666
9. <u>Turkey</u> – UNITRAC	98 14386
10. <u>Poland</u> – UNITRAC	R - 132789