

Form PTO-1594
(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings $\Rightarrow \Rightarrow \Rightarrow$

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

1. Name of conveying party(ies):
 DAVID L. GRASSMAN
 KRISTINE K. GRASSMAN
 KENNETH R. MATSON

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

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

2. Name and address of receiving party(ies)
 Name: MATSON, LLC
 Internal Address: _____
 Street Address: P.O. BOX 1820
 City: NORTH BEND State: WA Zip: 98045

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Washington Limited Liability Company

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: JULY 11, 2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
 2293252 2176822 0689296

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 3

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: JANE ECKELS
 Internal Address: DAVIS WRIGHT TREMAINE LLP
 Street Address: 1501 FOURTH AVENUE, SUITE 2600
 City: SEATTLE State: WA Zip: 98101

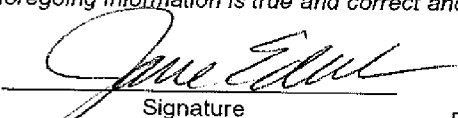
7. Total fee (37 CFR 3.41).....\$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 040258
 (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.

JANE ECKELS
 Name of Person Signing


 Signature

8/25/03
 Date

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

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

CH \$90.00 040258 2293252

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Tab settings

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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):
 David L. Grassman
 Kristine K. Grassman
 Kenneth R. Matson

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

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

2. Name and address of receiving party(ies)
 Name: Matson, LLC
 Internal
 Address: _____
 Street Address: P.O. Box 1820
 City: North Bend State: WA Zip: 98045

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other: Washington Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
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 Additional name(s) & address(es) attached? Yes No

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4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
 2293252 2176622 0689296

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Shana Moran
 Internal Address: Davis Wright Tremaine LLP
 Street Address: 1501 Fourth Avenue, Suite 2600
 City: Seattle State: WA Zip: 98101

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 040258
 (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.

Shana Moran
 Name of Person Signing

Shana Moran
 Signature

August 11, 2003
 Date

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

TRADEMARK

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into as of July 11, 2003, by and between DAVID L. GRASSMAN and KRISTINE K. GRASSMAN, married individuals, on behalf of themselves and their marital community ("Grassmans"), KENNETH R. MATSON, an individual on behalf of himself ("Matson") (Grassmans and Matson collectively referred to as "Assignors") and MATSON, LLC, a Washington limited liability company ("Assignee").

WHEREAS, Assignors are the owners of the trademarks/service marks and the corresponding registrations and applications in the U.S. Patent and Trademark Office and foreign jurisdictions as more fully described in Exhibit A attached hereto, which is incorporated herein by reference (collectively the "Trademarks");

WHEREAS, Assignee and Assignors are parties to a Contribution Agreement, dated July 11, 2003 (the "Contribution Agreement"), pursuant to which Assignors have agreed to transfer and Assignee agreed to accept the Trademarks, together with the goodwill symbolized thereby, on the terms and conditions set forth in the Contribution Agreement; and

WHEREAS, the purpose of this document is to confirm and memorialize such transfer;

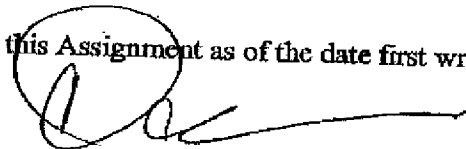
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors do hereby convey, grant, assign and deliver to Assignee all right, title and interest in and to the Trademarks worldwide, and any other registrations or applications therefor in the United States or any foreign jurisdiction, together with the good will of the business symbolized by the Trademarks and all claims and causes of action relating to infringement of the Trademarks, including the right to collect damages for such infringements, the same to be held and enjoyed by Assignee, for its own use and on behalf of its successors, legal representatives and assigns.

Assignors will reasonably assist Assignee in obtaining or providing such further documents which may be reasonably required to transfer title of the Trademarks to Assignee.

This agreement may be executed in counterparts, which taken together as a whole may be considered one agreement.

The parties hereto have executed this Assignment as of the date first written above.

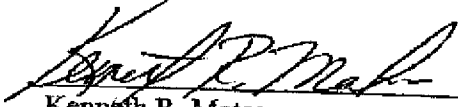
ASSIGNORS:



David L. Grassman



Kristine Grassman



Kenneth R. Matson

ASSIGNEE:

MATSON, LLC

By: [Signature]
David L. Grassman, Manager

By: [Signature]
Kenneth R. Matson, Manager

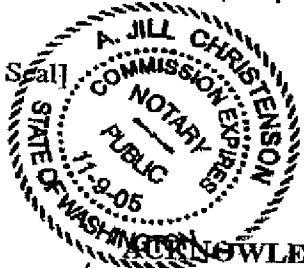
ACKNOWLEDGMENT OF DAVID L. GRASSMAN

STATE OF WASHINGTON)
COUNTY OF KING) ss.

On this 11 day of July, 2003 before me personally appeared David L. Grassman, an individual, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing Trademark Assignment and acknowledged before me that he/she executed the same as his/her free act and deed.

[Signature]
Notary Public
My Commission expires: 11-9-05

[Notarial Seal]

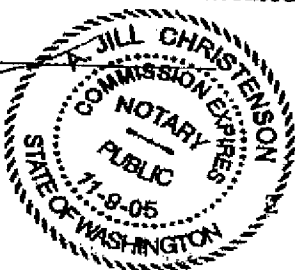


ACKNOWLEDGMENT OF KRISTINE GRASSMAN

STATE OF WASHINGTON)
COUNTY OF KING) ss.

On this 11 day of July, 2003 before me personally appeared Kristine K. Grassman, an individual, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing Trademark Assignment and acknowledged before me that he/she executed the same as his/her free act and deed.

[Signature]
Notary Public
My Commission expires: 11-9-05



SEA 1383287v1 24042-15

TRADEMARK

[Notarial Seal]

ACKNOWLEDGMENT OF KENNETH R. MATSON

STATE OF WASHINGTON)
COUNTY OF KING) ss.

On this 11 day of JULY, 2003 before me personally appeared Kenneth Reid Matson, an individual, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing Trademark Assignment and acknowledged before me that he/she executed the same as his/her free act and deed.

[Signature]

Notary Public
My Commission expires: 11-9-05

[Notarial Seal]

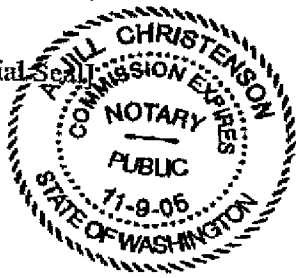


EXHIBIT A

TRADEMARK AND JURISDICTION	APP. NO. OR REG. NO.	APP. DATE OR REG. DATE	OWNER	STATUS/COMMENTS
CORRY'S UNITED STATES	2,293,252	11-16-99	KENNETH REID MATSON KRISTINE GRASSMAN DAVID L. GRASSMAN	REGISTERED
CORRY'S and Design UNITED STATES	2,176,822	7-28-98	KENNETH REID MATSON KRISTINE GRASSMAN DAVID L. GRASSMAN	REGISTERED
CORRY'S UNITED STATES	689,296	12-8-59	KENNETH REID MATSON KRISTINE GRASSMAN DAVID L. GRASSMAN	REGISTERED
CORRY'S CANADA	TMA286287	12-30-83	KENNETH REID MATSON KRISTINE GRASSMAN DAVID L. GRASSMAN, a partnership	REGISTERED