

04-17-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

4-11-03 RECORDS TRADEMARK

102422251

DEPARTMENT OF COMMERCE S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Arlington Capital, LLC

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

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

3. Nature of conveyance:

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

Execution Date: 11/26/2002

2. Name and address of receiving party(ies)

Name: MPI Acquisition, LLC

Internal Address:

Street Address: 4404 Engle Ridge Drive

City: Fort Wayne State: IN Zip: 46804

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

Other Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

A. Trademark Application No.(s) 75-606562

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: J. Charles Zercher

Internal Address:

Street Address: 200 East Main Street

Suite 800

City: Fort Wayne State: IN Zip: 46802

6. Total number of applications and registrations involved:

16

7. Total fee (37 CFR 3.41) \$ 415.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

J. Charles Zercher Name of Person Signing

J Charles Zercher Signature

4/10/03 Date

Total number of pages including cover sheet, attachments, and document: 6

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

04/16/2003 BCOOPER 00000135 75606562

01 FC:0521 02 FC:0522

40.00 OP 375.00 OP

TRADEMARK REEL: 002713 FRAME: 0369

ATTACHMENT

4-B

TRADEMARK APPLICATION NUMBERS

75-240,063  
75-279,959  
75-251,445  
75-471,817  
73-470,639  
75-252,374  
75-471,415  
75-252,366  
75-242,019  
75-252,371  
75-252,367  
75-252,373  
75-583,900  
75-542,183  
75-606,563

## ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS (the "Assignment"), effective as of November 26, 2002, is made and entered into by and between Arlington Capital, LLC, an Indiana limited liability company ("Assignor"), and MPI Acquisition, LLC, an Indiana limited liability company ("Assignee"). Capitalized terms used but not otherwise defined herein shall have the meanings given to such terms in the Purchase Agreement (as defined below).

### RECITALS

WHEREAS, Assignor is a member of Assignee.

WHEREAS, Assignor is assigning all rights, title and interest in trademarks, as defined below, in consideration for its membership interest in Assignee.

WHEREAS, by Order dated November 26, 2002, the Bankruptcy Court authorized Assignor to consummate the transactions contemplated by the Purchase Agreement;

WHEREAS, Assignor has adopted, owns and is using the trademarks identified on Schedule A attached hereto (the "Trademarks"); and

WHEREAS, Assignor wishes to assign the Trademarks to Assignee and Assignee wishes to acquire the entire right, title and interest in and to the Trademarks.

### AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby grants, assigns, sells, transfers, quitclaims, conveys, and sets over to Assignee, any and all of its right, title and interest in and to the Trademarks, the same to be held and enjoyed by Assignee, for its own use and enjoyment, to have and to hold, for the full duration of all such right, and for the use and enjoyment of its successors, assigns and other legal representatives as fully and entirely as the same would have been held and enjoyed by the Assignor, if this Assignment has not been made, together with that portion of the goodwill of Assignor's business associated with or symbolized by any of the Trademarks.

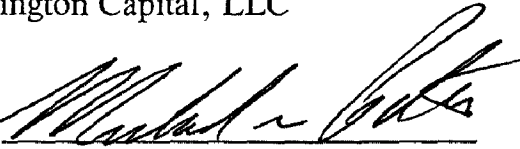
This Assignment shall be governed by, and construed in accordance with, the laws of the State of Indiana, without regard to principles of conflict of laws thereof.

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IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the date first written above.

ASSIGNOR:

Arlington Capital, LLC

By: 

Michael W. Peters

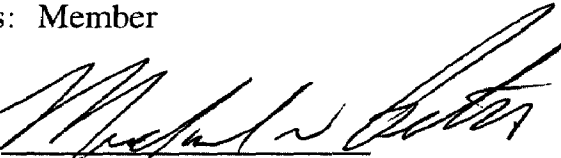
Its: Member

ASSIGNEE:

MPI Acquisition, LLC

By: Arlington Capital, LLC

Its: Member

By: 

Michael W. Peters

Its: Member

SCHEDULE A

<b>Description</b>	<b>Location</b>	<b>Date Registered</b>	<b>Market Value</b>
Bad Cat 75-606,562	4404 Engle Ridge Drive Fort Wayne, IN 46804	Pending	0.00
Coyote 75-240,063	4404 Engle Ridge Drive Fort Wayne, IN 46804	12/01/1998	0.00
Condor 75-279,959	4404 Engle Ridge Drive Fort Wayne, IN 46804	04/04/2000	0.00
Critter 75-251,445	4404 Engle Ridge Drive Fort Wayne, IN 46804	05/04/1999	0.00
Deuce 75-471,817	4404 Engle Ridge Drive Fort Wayne, IN 46804	08/03/1999	0.00
Dingo 73-470,639	4404 Engle Ridge Drive Fort Wayne, IN 46804	03/26/1985	0.00
Eagle 75-252,374	4404 Engle Ridge Drive Fort Wayne, IN 46804	03/03/1998	0.00
Manco 75-471,415	4404 Engle Ridge Drive Fort Wayne, IN 46804	01/04/2000	0.00
Phoenix 75-252,366	4404 Engle Ridge Drive Fort Wayne, IN 46804	03/07/2000	0.00
Rattler 75-242,019	4404 Engle Ridge Drive Fort Wayne, IN 46804	02/17/1998	0.00
Starbird 75-252,371	4404 Engle Ridge Drive Fort Wayne, IN 46804	03/03/1998	0.00
Sidekick 75-252,367	4404 Engle Ridge Drive Fort Wayne, IN 46804	10/12/1999	0.00

Thunderbird 75-252,373	4404 Engle Ridge Drive Fort Wayne, IN 46804	06/16/1998	0.00
Yellow Jacket 75-583,900	4404 Engle Ridge Drive Fort Wayne, IN 46804	11/06/1998	0.00
Hornet 75-542,183	4404 Engle Ridge Drive Fort Wayne, IN 46804	12/25/2001	0.00
Masters of Motion 75-606,563	4404 Engle Ridge Drive Fort Wayne, IN 46804	12/18/2001	0.00
Bridgestone Firestone License to use "Firestone" and "Dayton" trademarks	Fee for use 2% of net sales price	02/01/2001	0.00
Bridgestone Firestone License to use "Bridgestone" trademark	Fee for use 2% of net sale price	03/20/2002	0.00