

04-25-2003



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April 18, 2003

4-23-03

Box Assignment
Commissioner of Pa
Washington, DC 20231

Atty. Ref.: Uncle Ed's SM-1

Please record the attached original document or copy thereof.

Name of Conveying Party: Simoni Oil Corporation
[] Individual(s) [X] Corporation-State of Incorporation: Michigan
[] Association [] General Partnership [] Limited Partnership
[] Other:

Name and Address of Receiving Party:
UNCLE ED'S OIL SHOPPES, INC.
2515 Capital Avenue, S.W.
Battle Creek, MI 49015

1243150

[] Individual(s)-Citizenship:
[X] Corporation-State of Incorporation: Michigan
[] Association [] General Partnership [] Limited Partnership
[] Other:

If Assignee is not domiciled in the U.S., a domestic representative designation (must be separate from Assignment) is attached: []Yes []No [X]N/A

Nature of Conveyance:
[X] Assignment [] Security Agreement [] Merger
[] Change of Name [] Other:

Execution Date of Document: March 7, 2003

EFFECTIVE DATE OF TRANSFER: APRIL 3, 1995

Trademark Application Numbers: - Trademark Registration Numbers: 1 243 150

OFFICE OF PUBLIC RECORDS
2003 APR 23 AM 7:34
FINANCE SECTION

Total Number of Applications and Registrations Involved: 1. An enclosed check includes the recording fee of \$40.00. The Commissioner is hereby authorized to credit any overpayment, or to charge any additional recording fee required by this paper, to Deposit Account No. 06-1382.

Mail correspondence concerning the document to: FLYNN, THIEL, BOUTELL & TANIS, P.C.
2026 Rambling Road
Kalamazoo, MI 49008-1631

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.

Respectfully submitted,

David G. Boutell

DGE/kc

FLYNN, THIEL, BOUTELL & TANIS, P.C.
2026 Rambling Road
Kalamazoo, MI 49008-1631
Phone: (269) 381-1156
Fax : (269) 381-5465

1/24/03 ENVELOPE 00000101 1243150

FC: 21 40.00

Encl: Copy of GENERAL INSTRUMENT OF TRANSFER (2 pages)
Check (\$40)
Postal Card

Total number of pages, including cover sheet, attachments and documents: 3

420.9510

TRADEMARK
REEL: 002718 FRAME: 0475

GENERAL INSTRUMENT OF TRANSFER

THIS GENERAL INSTRUMENT OF TRANSFER is made this 7th day of March, 2003, to be effective as of April 3, 1995, from SIMONI OIL CORPORATION, a Michigan corporation ("Simoni"), to UNCLE ED'S OIL SHOPPES, INC., a Michigan corporation ("Uncle Ed's").

BACKGROUND

On or about April 3, 1995, and as part of a corporate restructuring, Simoni transferred all of its personal property assets of every kind and character, wherever located, to Uncle Ed's. John S. Simoni was the sole shareholder in both Simoni and Uncle Ed's in 1995 and, as of this date, remains the sole shareholder of both Simoni and Uncle Ed's. Simoni and Uncle Ed's have been unable, after conducting a good faith search, to locate the written instrument of transfer which the parties believe, in good faith, was executed and delivered on or about April 3, 1995. This General Instrument of Transfer is being executed as of the date set forth above to provide a written record confirming the April 3, 1995 transfer of assets from Simoni to Uncle Ed's.

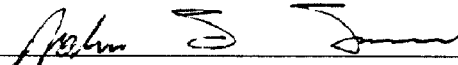
TRANSFER AND ASSIGNMENT

In consideration of the sum of \$10.00 and other good and valuable consideration, the receipt of which is acknowledged, Simoni hereby acknowledges and confirms that it sold, assigned and transferred unto Uncle Ed's, as of April 3, 1995, all of its right, title and interest in and to all assets then owned by Simoni, specifically including any and all common law rights in and to the service mark "Uncle Ed's Oil Shoppe & Design" registered with the United States Patent and Trademark Office on June 21, 1983, and evidenced by U.S. Service Mark Registration No. 1 243 150, together with the goodwill of the business symbolized by the mark (collectively the "Transferred Assets").

Simoni represents and warrants to Uncle Ed's that the April 3, 1995 transfer of the Transferred Assets had been duly authorized by Simoni and is legally binding and effective against Simoni, and that this confirmation and acknowledgment of such assignment has also been authorized by Simoni and is legally binding and effective against Simoni in accordance with its terms.

Executed by Simoni Oil Corporation, through its duly authorized officer, to be effective as of the 3rd day of April, 1995.

SIMONI OIL CORPORATION

By: 
John S. Simoni
Its: President

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 7th day of March, 2003, by John S. Simoni, President of Simoni Oil Corporation, a Michigan corporation, for and on behalf of said corporation.

Denise E. Symons

[NOTARY SEAL]

Notary Public
Palm County, Florida
My commission expires: _____

G:\SMDC\B\SIMGEN\CORP\General Instrument of Transfer



Denise E Symons
My Commission DD106999
Expires April 7, 2006