

06-17-2003



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

Ford Motor Company

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

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

2. Name and address of receiving party(ies)

Name: Tree Acquisition, L.P.

Internal Address: _____

Street Address: 1583 West Doe Run Road

City: Unionville State: PA Zip: 19375

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

3. Nature of conveyance:

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

Execution Date: 06/4/2003

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

A. Trademark Application No.(s) _____
78/049,084; 78/049,093; 78/049,091

B. Trademark Registration No.(s) _____
2,698,747; 2,714,606; 2,678,738

Additional number(s) attached Yes No

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

Name: Martin Korn

Internal Address: Locke Liddell & Sapp LLP

Street Address: 2200 Ross Avenue, Ste. 2200

City: Dallas State: TX Zip: 75201

6. Total number of applications and registrations involved:

28

7. Total fee (37 CFR 3.41).....\$ 715.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

12-1781

DO NOT USE THIS SPACE

06/17/2003 BY: [unclear] nat: 06600220 78049084

01 FC:8521 40.00 OP
02 FC:8522 675.00 OP

Martin Korn
Name of Person Signing

[Signature]
Signature

JUNE 16, 2003
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

TRADEMARK
REEL: 002755 FRAME: 0559

**Recordation Form Cover Sheet
TRADEMARKS ONLY**

Continuation of 4 Application number(s):

78/049,092
78/049,090
78/049,089
78/049,088
78/049,087
78/049,105
78/049,103
78/049,101
78/049,107
78/049,098
78/049,097
78/049,094
78/049,106
78/083,991
78/020,834
78/020,855
78/020,850
78/020,849
78/020,857
78/020,856
78/020,860
78/020,859

TRADEMARK ASSIGNMENT

WHEREAS, Ford Motor Company, a corporation organized and existing under the laws of the State of Delaware, having a place of business at One American Road, Dearborn, Michigan 48126-2798, hereinafter ("Assignor"), owns certain marks as listed and described in Schedule A hereto ("the Marks"); and

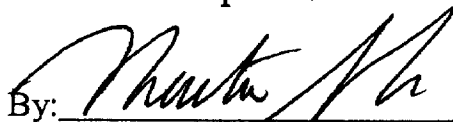
WHEREAS, Tree Acquisition, L.P., a limited partnership organized and existing under the laws of the State of Delaware, having a place of business at 1583 West Doe Run Road, Unionville, Pennsylvania 19375, hereinafter ("Assignee"), is desirous of acquiring all right, title and interest in and to the Marks, applications and future registrations, and in and to any renewals and extensions that may be granted thereon, together with all goodwill connected therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred, and conveyed, and by these presents hereby sells, assigns, transfers, conveys and delivers to Assignee all right, title and interest in and to the Marks, applications and registrations, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith, and together with the right of Assignor to recover for damages and profits for past infringements thereof and other past injury thereto.

This Assignment is binding on Assignor and its successors and assigns and shall inure to the benefit of Assignee and its successors and assigns.

FORD MOTOR COMPANY,
a Delaware corporation

Date: June 4, 2003

By: 

Name: Marty Saffer

Title: Director of Business Development

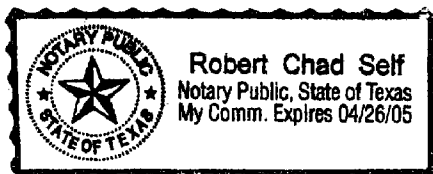
STATE OF TEXAS

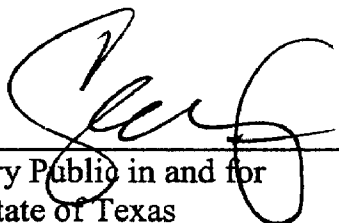
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COUNTY OF DALLAS

BEFORE ME, the undersigned authority, on this day personally appeared MARTIN K. SAGGER, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me under oath that he executed the same as the act and deed of Ford Motor Company, a Delaware corporation, as DIR. of BUSINESS DEV. thereof, and for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND and seal of office, this 4th day of June, 2003.





Notary Public in and for
the State of Texas

SCHEDULE A

TMID	Trademark	Country	Registered Owner	Int'l Class	App No/ App Date	Reg No/ Reg Date	Status	Next Renewal
018190	GREENLEAF	USA	Ford Motor Company	7	78/049084 19-Feb-2001		ALL	
018198	GREENLEAF	USA	Ford Motor Company	42	78/049093 19-Feb-2001		PEN	
018197	GREENLEAF	USA	Ford Motor Company	41	78/049092 19-Feb-2001		PEN	
018196	GREENLEAF	USA	Ford Motor Company	40	78/049091 19-Feb-2001		PEN	
018195	GREENLEAF	USA	Ford Motor Company	39	78/049090 19-Feb-2001		PEN	
018194	GREENLEAF	USA	Ford Motor Company	37	78/049089 19-Feb-2001		PEN	
018193	GREENLEAF	USA	Ford Motor Company	35	78/049088 19-Feb-2001		PEN	
018191	GREENLEAF	USA	Ford Motor Company	9	78/049085 19-Feb-2001	2698747/18-Mar-2003	REG	
018192	GREENLEAF	USA	Ford Motor Company	7, 12	78/049087 19-Feb-2001		ALL	
018205	GREENLEAF and Design	USA	Ford Motor Company	40	78/049105 19-Feb-2001		PEN	
018204	GREENLEAF and Design	USA	Ford Motor Company	39	78/049103 19-Feb-2001		ALL	
018203	GREENLEAF and Design	USA	Ford Motor Company	37	78/049101 19-Feb-2001		ALL	
018207	GREENLEAF and Design	USA	Ford Motor Company	42	78/049107 19-Feb-2001		PEN	
018202	GREENLEAF and Design	USA	Ford Motor Company	35	78/049098 19-Feb-2001		PEN	
018201	GREENLEAF and Design	USA	Ford Motor Company	7, 12	78/049097 19-Feb-2001		ALL	
018200	GREENLEAF and Design	USA	Ford Motor Company	9	78/049096 19-Feb-2001	2714606/06-May-2003	REG	
018199	GREENLEAF and Design	USA	Ford Motor Company	7	78/049094 19-Feb-2001		PEN	
018206	GREENLEAF and Design	USA	Ford Motor Company	41	78/049106 19-Feb-2001		ALL	
200036	PREMIUM and Design	USA	Ford Motor Company	12	78/083991 14-Sep-2001		ALL	
018668	QUALITY RECYCLED AUTO PARTS DELIVERED, AS PROMISED	USA	Ford Motor Company	39	76/121107 01-Sep-2000	2678738/21-Jan-2003	REG	
018604	TIC	USA	Ford Motor Company	36	78/020834 11-Aug-2000		ALL	
018605	TIC	USA	Ford Motor Company	39	78/020855 11-Aug-2000		PEN	
018611	TIC24	USA	Ford Motor Company	39	78/020850 11-Aug-2000		PEN	
018610	TIC24	USA	Ford Motor Company	36	78/020849 11-Aug-2000		PEN	
203544	TIC-LL	USA	Ford Motor Company	39	78/020857 11-Aug-2000		PEN	
018606	TIC-LL	USA	Ford Motor Company	36	78/020856 11-Aug-2000		PEN	
018608	TIC-Ltd	USA	Ford Motor Company	39	78/020860 11-Aug-2000		PEN	
018609	TIC-Ltd	USA	Ford Motor Company	36	78/020859 11-Aug-2000		PEN	

STATUS KEY:
 ALL = Notice of Allowance Mailed
 PEN = Registration Currently Pending
 REG = Trademark Currently Registered