

06-17-2003



10-1703

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

102475653  
**TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE  
U.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):

Tree Acquisition, L.P.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: 06/13/2003

2. Name and address of receiving party(ies)

Name: Greenleaf Acquisitions, LLC

Internal

Address: \_\_\_\_\_

Street Address: 1583 West Doe Run Road

City: Unionville State: PA Zip: 19375

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other Limited liability company - Delaware

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

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**

9. Signature.

Martin Korn

Name of Person Signing

*Martin Korn*

Signature

JUNE 16, 2003

Date

06/17/2003 BY: 00000229 78049084

Total number of pages including cover sheet, attachments, and document: 4

01 FC:8521  
02 FC:8522

40.00/OP  
675.00/OP

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

**TRADEMARK**  
**REEL: 002755 FRAME: 0564**

**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**, 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 ("Assignor"), owns certain marks as listed and described in Schedule A hereto ("the Marks"); and

**WHEREAS**, Greenleaf Acquisitions, LLC, a limited liability company 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.

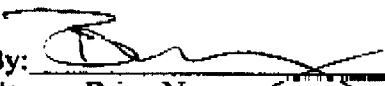
**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred, and conveyed, and by these presents hereby sells, assigns, transfers, conveys and delivers to Assignee all right, title and interest in and 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.

TREE ACQUISITION, L.P.  
a Delaware limited partnership

By: Tree Acquisition Management, Inc.  
General Partner

Date: 6/13/03

By:   
Name: Brian Nerney  
Title: Vice President

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