

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NORTH WOODS PERFORMANCE BIKES, INC.		03/12/2004	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA	
Name:	KENT INTERNATIONAL INC.
Street Address:	2 Cranberry Road
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054-1053
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1860355	NORTH WOODS

CORRESPONDENCE DATA	
Fax Number:	(908)725-7088
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	908 722 5640
Email:	Stephen.Baker4@verizon.net
Correspondent Name:	Baker and Rannells PA
Address Line 1:	626 North Thompson Street
Address Line 4:	Raritan, NEW JERSEY 08869

NAME OF SUBMITTER:	Stephen L. Baker
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Total Attachments: 1 source=northwoodsassign#page1.tif
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OP \$40.00 1860355

MEMORANDUM OF ASSIGNMENT OF TRADEMARK, U.S. TRADEMARK
REGISTRATION AND THE GOODWILL ASSOCIATED THEREWITH

WHEREAS, NORTH WOODS PERFORMANCE BIKES, INC., a corporation organized and existing under the laws of the State of New Jersey, located and doing business at 2 Cranberry Road, Parsippany, New Jersey adopted, used and was using until December 31, 1994, a trademark which is registered in the U.S. Patent and Trademark Office as follows:

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REG. DATE</u>
NORTH WOODS	1,860,355	October 24, 1994

WHEREAS, on December 31, 1994, NORTH WOODS PERFORMANCE BIKES, INC. assigned all of its right, title and interest in and to said trademark registration, and goodwill of the business associated therewith to KENT INTERNATIONAL INC., a corporation of the State of New Jersey, with offices at 2 Cranberry Road, Parsippany, New Jersey;

WHEREAS, to KENT INTERNATIONAL INC., requires a Memorandum of Assignment suitable for recording in the U.S. Patent and Trademark Office confirming KENT INTERNATIONAL INC. as the registered owner of the above identified trademark, the registration therefor and the goodwill of the business associated therewith.

NOW, in consideration of the payments provided for in a certain asset purchase agreement between the parties, the receipt and sufficiency thereof which is hereby acknowledged, NORTH WOODS PERFORMANCE BIKES, INC, does hereby confirm the assignment of the subject trademark, the registration therefor and the goodwill of the business associated therewith to KENT INTERNATIONAL INC., a corporation of the State of New Jersey, with offices at 2 Cranberry Road, Parsippany, New Jersey;

DATED: *MARCH 12, 2004* NORTH WOODS PERFORMANCE BIKES, INC
By: *John K. Levi Vice President*
Name: John K. Levi - Title: Vice President