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FINANCE SECTION

10/21/03

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



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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): Gulistan Holdings, Inc. Gulistan Carpet, Inc. Individual(s) Association General Partnership Limited Partnership Corporation-State Other

2. Name and address of receiving party(ies) Name: Hampton Capital Partners, LLC Internal Address: Street Address: 701 Orchard Avenue City: Rocky Mount State: VA Zip: 24151 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other limited liability company

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: 08/28/03

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,485,940

6. Total number of applications and registrations involved: 8

5. Name and address of party to whom correspondence concerning document should be mailed: Name: G. Michael Pace, Jr., Esq. Internal Address: Street Address: 10 Franklin Road, SunTrust Plaza, 9th Floor City: Roanoke State: VA Zip: 24011

7. Total fee (37 CFR 3.41) Enclosed Authorized to be charged to deposit account 8. Deposit account number:

9. Statement and signature. 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. Charles D. Kennedy Signature Date 08/28/03

10/23/2003 DBY:RHE 00000063 2485940 01 FC:8521 02 FC:8522 40.00 OP 175.00 OP

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

**CONTINUATION OF ITEM 4**

**Additional Registration Nos.**

1. 180,318
2. 2,323,848
3. 2,321,210
4. 2,409,946
5. 2,409,947
6. 2,696,739
7. 2,670,478

## TRADEMARK AND WEB NAME ASSIGNMENT

THIS TRADEMARK AND WEB NAME ASSIGNMENT (this "Assignment"), effective as of August 28, 2003, (the "Effective Date") is entered into by and among GULISTAN HOLDINGS INC. ("GHI"), a Delaware corporation, GULISTAN CARPET INC. ("GCI"), a Delaware corporation (collectively, the "Assignors"), and HAMPTON CAPITAL PARTNERS, LLC, a Virginia limited liability company ("Assignee"). Capitalized terms used and not otherwise defined in this Assignment have the meanings given to them in that certain Asset Purchase Agreement, dated as of August 1, 2003, by and among Assignors, Charles D. Kennedy, C. Thomas Irwin and Assignee (the "Asset Purchase Agreement").

### WITNESSETH:

WHEREAS, pursuant to the Asset Purchase Agreement, Assignors are required to assign to Assignee all right, title and interest in and to GCI's name, all assumed fictional business names, trade names, registered and unregistered trademarks, service marks, trade dress logos and other distinctive identification and any applications related to any of the foregoing used in connection with the Business as identified on Exhibit A attached hereto (the "Trademarks"), together with any and all goodwill of the business associated with the Trademarks; and

WHEREAS, pursuant to the Asset Purchase Agreement, Assignors are required to assign to Assignee, all right, title and interest in and to all rights in internet web sites and internet domain names presently used by Assignors in connection with the Business as identified on Exhibit B (the "Web Names").

NOW, THEREFORE, for \$10.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors and Assignee hereby agree as follows:

1. Assignors hereby assign to Assignee all right, title and interest Assignors may have on the date of this Assignment in and to the Trademarks, together with (i) the goodwill and the business symbolized by the Trademarks and (ii) all causes of action and claims of infringement with respect to the Trademarks.
2. Assignors hereby assign to Assignee all right, title and interest Assignors may have on the date of this Assignment in and to the Web Names, together with all causes of action and claims of infringement with respect to the Web Names.
3. Assignors further agree without further consideration to cause to be performed such other lawful acts and to be executed such further assignments and other lawful documents as Assignee may from time to time reasonably request to effect fully this Assignment and to permit Assignee to be duly recorded as the registered owner of the Marks and the Web Names and all other rights hereby conveyed.

4. This Assignment shall be governed by and construed in accordance with the laws of the State of Virginia, without regard to its conflict of laws provisions.

*[Remainder of Page Intentionally Left Blank]*

IN WITNESS WHEREOF, the parties have caused this Trademark and Web Name Assignment to be duly executed by their respective authorized officers, effective as of the day and year first above written.

ASSIGNORS:

ASSIGNEE:

GULISTAN HOLDINGS INC.

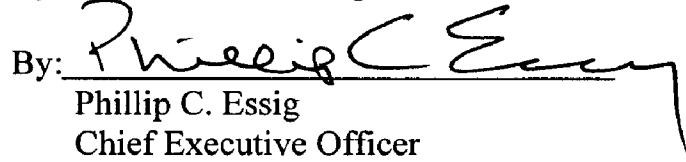
HAMPTON CAPITAL PARTNERS, LLC

By:



Charles D. Kennedy  
President

By: Ronile, Inc., Manager

By: 

Phillip C. Essig  
Chief Executive Officer

GULISTAN CARPET INC.

By:



Charles D. Kennedy  
President

**EXHIBIT A****TRADEMARKS**

<b>Trademark</b>	<b>(Serial No.) Registration No.</b>	<b>(Filing Date) Registration Date</b>	<b>Goods/Services</b>	<b>Status</b>
DESIGN SIGNALS	2,485,940	09/04/2001	Carpets	Registered; Declaration of Use and Incontestability due between 09/04/2006 and 09/04/2007
(Owned by GHI)	180,318	02/26/1924	Carpets and textile rugs.	Registered; Declaration of Use and Renewal Application due between 02/26/2003 and 02/26/2004
	2,323,848	02/29/2000	Carpet	Registered; Declaration of Use and Incontestability due between 02/29/2005 and 02/29/2006
GULISTAN SIGNATURE CARPET	2,321,210	02/22/2000	Carpet	Registered; Declaration of Use and Incontestability due between 02/22/2005 and 02/22/2006
	2,409,946	12/05/2000	Dealerships incentive programs in the field of carpets	Registered; Declaration of Use and Incontestability due between 12/05/2005 and 12/05/2006
GULISTAN SIGNATURE DEALER	2,409,947	12/05/2000	Dealerships incentive programs in the field of carpets	Registered; Declaration of Use and Incontestability due between 12/05/2005 and 12/05/2006
SHEPHERDS WAY COLLECTION	2,696,739	03/11/03	Carpet	Registered: Declaration of Use and Incontestability due between 03/11/2008 and 03/11/2009
SOPHISTICATED SOLUTIONS	2,670,478	12/31/2002	Carpet	Registered: Declaration of Use and Incontestability due between 12/31/2007 and 12/31/2008
TWISTLOCK TECHNOLOGY	N/A	N/A	Carpet	Unregistered.

**EXHIBIT B**

**WEB NAMES**

www.formationcarpet.com

www.gulistan.com

www.gulistan.net

www.gulistan.org

www.gulistancarpet.com

www.gulistancarpet.net

www.gulistancarpet.org

www.gulistanonline.com

www.signaturedealer.com