

12-18-2003



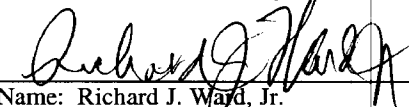
Docket No. 14827/RJW/T122

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
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Post Office Box 7068
Pasadena, CA 91109-7068

Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof:

<p>1. Name of conveying party(ies): ATLAS IMPORTS-EXPORTS, INC. dba TOP OIL PRODUCTS CO.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other: <input checked="" type="checkbox"/> Exists Under Laws of California</p> <p>Additional name(s) of conveying party(ies) attached: No</p>	<p>2. Name and address of receiving party(ies): Name: TOP OIL PRODUCTS COMPANY</p> <p>Street Address: 851 Burlway Road, Suite 600, Burlingame, California 94010</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other: <input checked="" type="checkbox"/> Exists Under Laws of California</p>
<p>3. Name of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: December 3, 2003</p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: No</p> <p>(Designation must be a separate document from Assignment). Additional name(s) & address(es) attached? No</p>
<p>4. A. Trademark Application No.(s)</p>	<p>4. B. Trademark Registration No.(s) 1,387,200</p> <p>Additional numbers attached? No</p>
<p>5. Please return the recorded document and address all correspondence to:</p> <p>CHRISTIE, PARKER & HALE, LLP P.O. Box 7068 Pasadena, CA 91109-7068 Attention: Richard J. Ward, Jr.</p>	<p>6. Total number of applications or registrations involved <input type="text" value="1"/></p> <p>7. <input checked="" type="checkbox"/> Total fee enclosed (37 CFR 3.41): \$ 40.00</p> <p>8. <input checked="" type="checkbox"/> Any deficiency or overpayment of fees should be charged or credited to Deposit Account No. 03-1728, except for payment of issue fees required under 37 CFR § 1.18. Please show our docket number with any credit or charge to our Deposit Account.</p>
<p>10. <input type="checkbox"/> Explanatory letter is enclosed.</p>	
<p>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.</p> <p>Date: December 11, 2003</p> <p>By  Name: Richard J. Ward, Jr. 626/795-9900</p> <p>I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450 etc.</p> <p>Total number of pages including cover sheet, attachments, and document: <input type="text" value="2"/></p>	

12-16-03

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TRADEMARK ASSIGNMENT

WHEREAS, ATLAS IMPORTS-EXPORTS, INC. dba TOP OIL PRODUCTS CO., a California corporation, having a place of business at 851 Burlway Road, Suite 600, Burlingame, California 94010 ("ASSIGNOR" herein), is the owner of the following mark as evidenced by its registration in the United States Trademark Office.

<u>Mark</u>	<u>Reg No.</u>	<u>Reg. Date</u>	<u>Docket No.</u>
TOP FORMULA-1 and design	1,387,200	March 25, 1986	14827/RJW/T122

WHEREAS, TOP OIL PRODUCTS COMPANY, a California Corporation, having a place of business at 851 Burlway Road, Suite 600, Burlingame, California 94010 ("ASSIGNEE" herein), desires to acquire said mark and the above-identified registration thereof, together with the goodwill of the business in connection with which said mark is used.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign unto said ASSIGNEE all right, title and interest in and to the said mark and said registration, and all rights and privileges pertaining to said mark, together with the goodwill of the business symbolized by the mark.

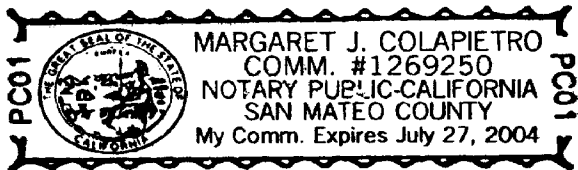
ASSIGNOR further agrees that it shall render all reasonable assistance to ASSIGNEE, and will, from time-to-time, execute all instruments and documents necessary to maintain, preserve or protect said mark and said registration, and to perfect the record title of ASSIGNEE in and to said mark and said registration.

ATLAS IMPORTS-EXPORTS, INC. DBA TOP OIL PRODUCTS CO.

Date DECEMBER 3, 2003 By *[Signature]*
Joseph M. Ryan
Vice President

STATE OF California
COUNTY OF San Mateo

On December 3, 2003, before me MARGARET J. COLAPIETRO, Notary Public, personally appeared **Joseph M. Ryan** personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



WITNESS my hand and official seal.
Margaret J. Colapietro
Signature of Notary

RJW/cam

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