

FORM PTO 1594

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

TRADEMARKS ONLY

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

1. Name of conveying party(ies):

ZAP PAINTBALL INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation of the State of
 Other: **Canadian corporation**

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

2. Name and address of receiving party(ies):

Name: **X.O. INDUSTRIES INC.**
Internal Address: _____
Street Address: **170 Highway 7 West
Units 3 & 4**
City: **Brampton**
Province: **Ontario**
Zip Code: **L7A 1A1**
Country: **CANADA**

Individual(s) citizenship:
 Association:
 General Partnership:
 Limited Partnership:
 Canadian corporation
 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 names(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: May 21, 2003

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

A. Trademark Application No(s).
76/351,268

Additional numbers attached? Yes No

B. Trademark Registration No(s).

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

Name: **Barry R. Lipsitz**
Internal Address: _____
Law Offices of Barry R. Lipsitz
Street Address: **755 Main Street
Building No. 8**
City: **Monroe** State: **CT** ZIP: **06468**

6. Total number of applications and registrations involved: **1**

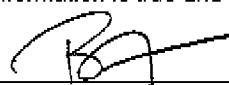
7. Total fee (37 CFR 3.41).....\$ **40.00**

Enclosed
 Authorized to be charged to deposit account no. 50-0625

8. Deposit account number:
The Commissioner is hereby authorized to charge any deficiency in the payment of the required fee(s) or credit any overpayment to Deposit Account No. 50-0625.

DO NOT USE THIS SPACE

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.

Barry R. Lipsitz  **July 8, 2004**

Name of Person Signing Signature Date

700097218

Total number of pages including cover sheet, attachments and documents: **TRADEMARK**
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TRANSFER

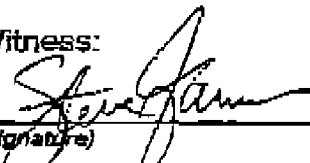
WHEREAS Zap Paintball Inc., the full postal address of whose principal office or place of business is 720 Wright Street, Strathroy, Ontario, Canada, N7G 3H8, is the owner of United States Trade-mark Application Serial No. 76/351,268 for the trade-mark SKYBALL, filed on December 21, 2001; and Canadian Trade-mark Application No. 1,124,497, for the trade-mark SKYBALL filed on December 7, 2001;

AND WHEREAS X.O. Industries Inc., the full postal address of whose principal office or place of business is 170 Highway 7 West, Units 3 & 4, Brampton, Ontario, Canada, L7A 1A1, is desirous of acquiring the U.S. and Canadian rights to the trade-mark SKYBALL and said trade-mark applications;

NOW THEREFORE KNOW ALL MEN BY THESE PRESENTS that for good and valuable consideration, the receipt of which is hereby acknowledged, the said Zap Paintball Inc. does hereby sell, assign, and transfer to the said X.O. Industries Inc. all right, title, and interest of the said Zap Paintball Inc. in the United States of America and in Canada in and to the said trade-mark applications and the resulting registrations together with the goodwill associated therewith and the exclusive right to use such trade-marks as or in a name under which a business is carried on.

EXECUTED at Strathroy, Ontario, Canada, this 21 day of May, 2003.

Witness:




(Signature)
STEVE FARROW

(Name - printed)

ZAP PAINTBALL INC,

Per:



(Signature)

Name:

Douglas Flood

Title:

President