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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): Nupla Acquisition Corporation
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Nupla Corporation
Internal Address:
Street Address: 11912 Sheldon Street
City: Sun Valley State: CA Zip: 91352
Individual(s) citizenship Association
General Partnership Limited Partnership
Corporation-State California
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 name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: 3/23/2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) [SEE ATTACHED]
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Scott W. Kelley
Internal Address:
Kelly Bauersfeld Lowry & Kelley, LLP
Suite 1650
Street Address: 6320 Canoga Avenue
City: Woodland Hills State: CA Zip: 91367

6. Total number of applications and registrations involved: 32
7. Total fee (37 CFR 3.41): \$ 815.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
Scott W. Kelley
Name of Person Signing
Signature
March 24, 2004
Date
Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK REEL: 002948 FRAME: 0671

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

Page 2

4.B. Trademark Registration No.(s) (continued):

620,777	2,023,265
622,110	2,011,222
628,215	1,997,706
842,300	2,008,307
846,668	2,134,941
851,863	2,139,580
857,714	2,236,169
858,248	2,416,592
877,572	2,793,050
877,573	
961,982	
1,451,319	
1,581,084	
1,585,335	
1,609,594	
1,450,821	
1,771,128	
1,791,304	
1,791,305	
1,848,082	
1,912,260	
1,916,002	
1,956,871	

TRADEMARKS ASSIGNMENT

WHEREAS, **NUPLA ACQUISITION CORPORATION**, a corporation of the State of California, as indicated on the records of the U.S. Patent and Trademark Office, owns the U.S. Trademark Registrations identified as follows:

	<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
1.	IMPAX	620,777	2/7/1956
2.	NUPLAFLEX	622,110	2/28/1956
3.	NUPLA (Stylized-Diamond Logo)	628,215	6/5/1956
4.	NUPLAGLAS	842,300	1/16/1968
5.	NUPLA	846,668	3/26/1968
6.	NUPLAGLAS	851,863	7/2/1968
7.	NUPLA-BOND	857,714	10/1/1968
8.	CIP	858,248	10/8/1968
9.	SUPER-STRAND	877,572	9/23/1969
10.	MULTI-STRAND	877,573	9/23/1969
11.	NULOK	961,982	6/26/1973
12.	WE CAN HANDLE ANYTHING	1,451,319	8/4/1987
13.	DYNAMIC...INNOVATIVE...RESP ONSIVE THAT'S WHAT MAKES NUPLA BETTER THAN THE STONE AGE" COMPETITION!	1,581,084	2/6/1990
14.	NUPLA Diamond Logo	1,585,335	3/6/1990
15.	Ee SERIES Logo	1,609,594	8/14/1990
16.	WE CAN HANDLE ANYTHING	1,450,821	8/4/1987
17.	TAURUS Logo	1,771,128	5/18/1993
18.	TAURUS CLASSIC	1,791,304	9/7/1993
19.	TAURUS SURVIVOR	1,791,305	9/7/1993
20.	STRIKE PRO	1,848,082	8/2/1994
21.	STRIKE FORCE	1,912,260	8/15/1995
22.	POWER DRIVE	1,916,002	9/5/1995

23.	PRO-TEC CLASSIC	1,956,871	2/13/1996
24.	LIFETIME	2,023,265	12/17/1996
25.	Dress of Goods (NUPLA Stripe)	2,011,222	10/22/1996
26.	Dress of Goods (Yellow and Black with Nupla Stripe)	1,997,706	8/27/1996
27.	POWER PYLON	2,008,307	10/15/1996
28.	MECH/LOC	2,134,941	2/3/1998
29.	KEY/LOC	2,139,580	2/24/1998
30.	MICRO-STRIKE	2,236,169	3/30/1999
31.	SMART HAMMER	2,416,592	12/26/2000
32.	NUPLACAST	2,793,050	12/9/2003

WHEREAS, **NUPLA CORPORATION**, a corporation of the State of California with its principal place of business at 11912 Sheldon Street, Sun Valley, California 91352, is desirous of acquiring the above-identified U.S. Trademark Registrations, together with all associated good will.

NOW, THEREFORE, for good and valuable consideration, **NUPLA ACQUISITION CORPORATION**, a California Corporation, assigns and transfers to **NUPLA CORPORATION**, a California Corporation, all right, title and interest in and to the above-identified trademark registrations and all good will of the business symbolized by these marks.

The Commissioner of Patents and Trademarks is requested to record this Assignment in the files of the U.S. Patent and Trademark Office and return it to the attorneys of record:

Scott W. Kelley
 Kelly Bauersfeld Lowry & Kelley, LLP
 6320 Canoga Avenue
 Suite 1650
 Woodland Hills, California 91367

NUPLA ACQUISITION CORPORATION

Date: March 23, 2004

By: 
 Robert J. Perret, Jr.
 President & CEO