TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------|----------|----------------|---------------------------|
| Carol Matthews | | 11/01/2004 | INDIVIDUAL: UNITED STATES |

RECEIVING PARTY DATA

| Name: | Toyota Jidosha Kabushiki Kaisha | |
|-------------------|---------------------------------|--|
| Trading As: | Toyota Motor Corporation | |
| Street Address: | 1, Toyota-cho | |
| Internal Address: | Toyota-shi | |
| City: | Aichi-ken | |
| State/Country: | JAPAN | |
| Postal Code: | 471-8571 | |
| Entity Type: | CORPORATION: JAPAN | |

PROPERTY NUMBERS Total: 2

| Property Type | Number | Word Mark |
|----------------------|---------|-----------|
| Registration Number: | 2630716 | JCRUISER |
| Registration Number: | 2634451 | JCRUISER |

CORRESPONDENCE DATA

Fax Number: (703)413-2220

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 703-413-6456

Email: tmdocket@oblon.com

Correspondent Name: David J. Kera
Address Line 1: 1940 Duke Street

Address Line 4: Alexandria, VIRGINIA 22314

ATTORNEY DOCKET NUMBER: 224395US-21

DOMESTIC REPRESENTATIVE

Name: Oblon, Spivak, McClelland, Maier, et al.

TRADEMARK REEL: 002968 FRAME: 0494

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Address Line 1: 1940 Duke Street
Address Line 4: Alexandria, VIRGINIA 22314

NAME OF SUBMITTER: David J. Kera

Total Attachments: 1

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TRADEMARK REEL: 002968 FRAME: 0495

TRADEMARK ASSIGNMENT

WHEREAS, Carol Matthews, an attorney at law, whose office address is Holland & Knight, 2099 Pennsylvania Avenue, N.W., Washington, D.C. 20006, acting as an agent and intermediary, has acquired by assignment from B & B Enterprises of N.C., LLC, the trademark JCRUISER and Registrations No. 2,630,716, issued October 8, 2002, and Registration No. 2,634,451, issued October 15, 2002, the said Carol Matthews by this instrument of Assignment assigns, transfers, conveys, and sets over unto Toyota Jidosha Kabushiki Kaisha, t/a Toyota Motor Corporation, a corporation of Japan, located at 1, Toyota-cho, Toyota-shi, Aichi-ken, Japan 471-8571, all of the rights, title, and interest acquired by the said Carol Matthews from B & B Enterprises of N.C., LLC in and to the trademark JCRUISER and Registration No. 2,630,716 and Registration No. 2,634,451, together with the goodwill connected with and symbolized by the trademark and the right to sue for past infringement prior to the date of this assignment as acquired by the said Carol Matthews from the said B & B Enterprises of N.C., LLC.

Signature:

Date:

Please attach notarial acknowledgement.

RECORDED: 11/02/2004

My commission exaires December

TRADEMARK REEL: 002968 FRAME: 0496