

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Declaration of Ownership of Mark
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Paonia Enterprises, Inc.		04/27/2001	CORPORATION: COLORADO

RECEIVING PARTY DATA	
Name:	Vale Enterprises, Inc.
Street Address:	7399 South Tucson Way
Internal Address:	Suite C1-2
City:	Englewood
State/Country:	COLORADO
Postal Code:	80112
Entity Type:	CORPORATION: COLORADO

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1848964	RALLY

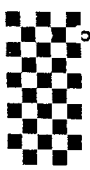
CORRESPONDENCE DATA	
Fax Number:	(303)333-1470
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	303-333-3010
Email:	lkramer@patnet.com
Correspondent Name:	Leslie P. Kramer
Address Line 1:	3010 East 6th Avenue
Address Line 4:	Denver, COLORADO 80206

ATTORNEY DOCKET NUMBER:	1465/2
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NAME OF SUBMITTER:	Leslie P. Kramer
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Total Attachments: 1 source=Vale declaration#page1.tif
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CH \$40.00 1848964



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re: Trademark Registration of :
 Vale Enterprises, Inc. :
 :
 Reg. No.: 1,848,964 :
 :
 Issued: Aug. 9, 1994 :
 :
 Mark: RALLY :
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Lisa Wallace
 Affidavit/Renewal Examiner
 Post Registration Division
 Office of Trademark Services
 2900 Crystal Drive
 Arlington, VA 22202-3513

DECLARATION OF OWNERSHIP OF MARK

I, Steve Franzmann, hereby declare that:

1. I am the president of Vale Enterprises, Inc., and I was the president of Paonia Enterprises, Inc.
2. On June 8, 1997, Paonia Enterprises, Inc., officially transferred all assets and liabilities including the RALLY mark and the goodwill associated therewith to Vale Enterprises, Inc.

The undersigned being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18, U.S.C. § 1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he is the President of the registrant corporation; that he believes the registrant to be the owner of U.S. Registration No. 1,848,964; and that all statements made of his own knowledge are true and all statements made on information and belief are believed to be true.

Date: 4-27-01

By: Steve Franzmann
 Steve Franzmann, President
 Vale Enterprises, Inc.