

FACSIMILE OF FORM PTO-1595

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

TRADEMARKS ONLY

PATENT AND TRADEMARK OFFICE

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

<p>1. Name of conveying party(ies): Running W Ltd.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Limited Partnership - Texas <input type="checkbox"/> Corporation <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: King Ranch Holdings, Inc. Address: Three Riverway, Suite 1600 Houston, TX 77056</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <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: January 1, 2005</p>	

4. Application number(s) or registration numbers(s):																
<p>A. Trademark Application No.(s)</p> <table border="0"> <tr><td>78/473,879</td><td>78/476,382</td><td>78/477,997</td></tr> <tr><td>78/473,884</td><td>78/477,397</td><td>78/478,929</td></tr> <tr><td>78/475,371</td><td>78/477,400</td><td>78/478,930</td></tr> <tr><td>78/476,379</td><td>78/477,990</td><td>78/478,931</td></tr> <tr><td>78/475,372</td><td></td><td></td></tr> </table>	78/473,879	78/476,382	78/477,997	78/473,884	78/477,397	78/478,929	78/475,371	78/477,400	78/478,930	78/476,379	78/477,990	78/478,931	78/475,372			<p>B. Trademark Registration No.(s)</p>
78/473,879	78/476,382	78/477,997														
78/473,884	78/477,397	78/478,929														
78/475,371	78/477,400	78/478,930														
78/476,379	78/477,990	78/478,931														
78/475,372																

Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Locke Liddell & Sapp LLP</p> <p>Internal Address: Attn: Patricia Paquet</p> <p>Street Address: 600 Travis St., Suite 3400</p> <p>City: Houston State: TX Zip: 77002-3095</p>	<p>6. Total number of applications and registrations involved:13</p> <p>7. Total fee (37 C.F.R. 3.41).....\$340.00 <input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account (any deficiency in enclosed fees) <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>12-1322 (Atty Dkt:014262-00037)</u> (DO NOT attach duplicate copy of this page even if paying by deposit account)</p>		

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.

PATRICIA PAQUET *Patricia Paquet* 1-12-2005
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 4

GH \$340.00 121322 78473879

FEDERAL TRADEMARK ASSIGNMENT

WHEREAS, RUNNING W LTD., a limited partnership organized and existing under the laws of Texas, having a principal place of business located at Three Riverway, Suite 1600, Houston, Texas 77056, U.S.A., ("ASSIGNOR"), owns certain trademarks and/or service marks which are listed on Exhibit A attached herewith and made a part hereof ("Marks");

WHEREAS, KING RANCH HOLDINGS, INC., a corporation organized and existing under the laws of Delaware, having a principal place of business located at 1105 N. Market Street, Suite 1300, Wilmington, Delaware 19801, U.S.A ("ASSIGNEE"), is the sole limited partner of ASSIGNOR owning a ninety-five percent (95%) limited partnership interest in ASSIGNOR; and

WHEREAS, ASSIGNOR desires to distribute an undivided ninety-five percent (95%) interest in the Marks, the applications and registrations, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof and other past injury thereto (collectively, the "Mark Rights") to ASSIGNEE.


THEREFORE, as a distribution to ASSIGNEE and for other good and valuable consideration, the receipt of which is hereby acknowledged, the ASSIGNOR has distributed, assigned, transferred and by these presents does hereby distribute, assign and transfer unto the ASSIGNEE, its successors or assigns, an undivided ninety-five percent (95%) interest in and to the Mark Rights.

Executed as of the 1st day of January, 2005.

ASSIGNOR:

RUNNING W LTD.

By: KING RANCH, INC.,
Its Sole General Partner

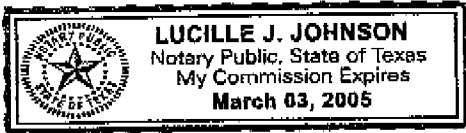
By: 
Printed Name: JACK HUNT
Title: President
Date Signed: JANUARY 19 2005

STATE OF TEXAS
COUNTY OF HARRIS

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BEFORE ME, the undersigned authority, on this day personally appeared JACK NENT, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me under oath that he executed the same as the act and deed of KING RANCH, INC. as President thereof, as Sole General Partner of RUNNING W LTD. and for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND and seal of office, this 10 day of JANUARY, 2004. 5



Lucille Johnson
Notary Public in and for
the State of Texas

**EXHIBIT A
RUNNING W DESIGN MARKS**

<u>Application No.</u>	<u>Filing Date</u>	<u>Class</u>
78/473,879	08/26/2004	25
78/473,884	08/26/2004	18
78/475,371	08/29/2004	14
78/475,372	08/29/2004	12
78/476,379	08/31/2004	13
78/476,382	08/31/2004	21
78/477,397	09/01/2004	31
78/477,400	09/01/2004	42
78/477,990	09/02/2004	39
78/477,997	09/02/2004	41
78/478,929	09/03/2004	16
78/478,930	09/03/2004	29
78/478,931	09/03/2004	30