

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

1. Name of conveying party(ies):
King Ranch, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation (Texas)
 Other

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

2. Name and address of receiving party(ies):
Name: King Ranch IP, LLC
Address: 1105 N. Market Street, Suite 1300
Wilmington, DE 19801

Individual(s) citizenship
 Association
 General Partnership
 Corporation
 Other - a Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: January 1, 2005

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

A. Trademark Application No.(s)			B. Trademark Registration No.(s)				
78/473,879	78/476,382	78/477,997	2,368,263	2,351,708	2,357,279	2,601,273	2,612,906
78/473,884	78/477,397	78/478,929	2,357,276	2,351,711	2,370,689	2,652,041	2,681,196
78/475,371	78/477,400	78/478,930	2,361,935	2,351,709	2,351,710	2,695,747	2,678,141
78/476,379	78/477,990	78/478,931	2,489,907	2,351,707	2,551,521	2,601,274	2,605,009
78/443,053			2,368,266	2,368,265	2,715,775	2,678,133	2,851,914

Additional numbers attached? Yes No

6. Total number of applications and registrations involved:**38**

7. Total fee (37 C.F.R. 3.41)..... **\$965.00**
 Enclosed
 Authorized to be charged to deposit account (any deficiency in enclosed fees)
 Authorized to be charged to deposit account

8. Deposit account number:
12-1322 (Atty Dkt:014262-00037)
 (DO NOT attach duplicate copy of this page even if paying by deposit account)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Locke Liddell & Sapp LLP
Internal Address: Attn: Patricia Paquet
Street Address: 600 Travis St., Suite 3400
City: Houston State: TX Zip: 77002-3095

Additional numbers attached? Yes No

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: 7

CIH \$965.00 121322 78473879

FEDERAL TRADEMARK ASSIGNMENT

WHEREAS, KING RANCH, INC., corporation 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 marks which are listed on Exhibits A, B, C, and D attached herewith and made a part hereof ("Marks");

WHEREAS, the ASSIGNOR is the sole member of KING RANCH IP, LLC, a limited liability company 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");

WHEREAS, ASSIGNOR desires to reserve to itself and not transfer certain marks it owns and any licenses granted thereon ("Reserved Marks") namely,

Mark	Reg. No./ App. No	Goods
KING RANCH	2,564,207	Motor vehicles, namely, trucks
KING RANCH	2,729,291	Leather seating and interior leather trim for motor vehicles
RUNNING W DESIGN	2,493,378	Motor vehicles, namely, trucks
RUNNING W DESIGN	78/475,372	Motor vehicles, namely, trucks

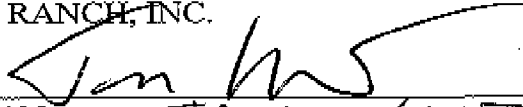
;and

WHEREAS, ASSIGNOR desires to contribute the entire worldwide right, title and interest in the Marks, other than the Reserved 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 capital contribution to ASSIGNEE and for other good and valuable consideration, the receipt of which is hereby acknowledged, the ASSIGNOR has contributed, assigned, transferred and by these presents does hereby contribute, assign and transfer unto the ASSIGNEE, its successors or assigns, the entire worldwide right, title and interest in and to the Mark Rights.

EXECUTED as of the 1st day of January 2005.

KING RANCH, INC.

By: 
 Printed Name: JACK HUNT
 Title: President
 Date Signed: JANUARY 10, 2005

STATE OF TEXAS _____ §
COUNTY OF HARRIS _____ §

BEFORE ME, the undersigned authority, on this day personally appeared JACK HEINT, 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, and for the purposes and consideration therein expressed.

2004⁵ GIVEN UNDER MY HAND and seal of office, this 10 day of JANUARY,



Lucille Johnson
Notary Public in and for
the State of Texas

EXHIBIT A
RUNNING W DESIGN MARKS
(Originally filed in the name of Running W Ltd.)

<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
78/476,379	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

EXHIBIT B
RUNNING W DESIGN MARKS

<u>Application/ Registration No.</u>	<u>Filing Date/ Registration Date</u>	<u>Class(es)</u>
2,368,263	07/18/2000	21
2,357,276	06/13/2000	42
2,361,935	06/27/2000	18
2,489,907	09/18/2001	39 and 41
2,368,266	07/18/2000	31
2,351,708	05/23/2000	25
2,351,711	05/23/2000	14
78/443,053	06/29/2004	13

EXHIBIT C
KING RANCH WORD MARKS

<u>Application/ Registration No.</u>	<u>Filing Date/ Registration Date</u>	<u>Class(es)</u>
2,351,709	05/23/2000	25
2,351,707	05/23/2000	42
2,368,265	07/18/2000	39 and 41
2,357,279	06/13/2000	18
2,370,689	07/25/2000	21
2,351,710	05/23/2000	14
2,551,521	03/26/2002	31
2,715,775	05/13/2003	31
2,601,273	07/30/2002	13
2,652,041	11/19/2002	24 and 28
2,695,747	03/11/2003	9, 18, 20, 21, 22, 25 and 34
2,601,274	07/30/2002	16
2,678,133	01/21/2003	30
2,612,906	08/27/2002	8
2,681,196	01/28/2003	16 and 20
2,678,141	01/21/2003	8 and 21
2,605,009	08/06/2002	11

EXHIBIT D

MISCELLANEOUS
FEDERAL REGISTERED OR PENDING MARKS

<u>Mark</u>	<u>Application/ Registration No.</u>	<u>Filing Date/ Registration Date</u>	<u>Class(es)</u>
EL KINEÑO	2,851,914	06/08/2004	18