

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Whirlwind Industries, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Minnesota
- Other _____

Citizenship (see guidelines) _____

Execution Date(s) 03/15/2005

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Kolpin Powersports, Inc.

Internal _____

Address: _____

Street Address: 205 N. Depot Street, P.O. Box 107

City: Fox Lake

State: WI

Country: US Zip: 53933

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship WI
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

76577823

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Brian G. Gilpin

Internal Address: Godfrey & Kahn, S.C.

Street Address: 780 N. Water Street

City: Milwaukee

State: WI Zip: 53188

Phone Number: 414-273-3500

Fax Number: 414-273-5198

Email Address: docketing@gklaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

- a. Credit Card Last 4 Numbers _____
Expiration Date _____
- b. Deposit Account Number 07-1509
Authorized User Name Godfrey & Kahn, S.C.

9. Signature:

Brian G. Gilpin
Signature

April 6, 2005
Date

Brian G. Gilpin

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT

WHEREAS, Whirlwind Industries, Inc., a Minnesota corporation, (the "Assignor"), is the owner of record of the trademark registrations set forth on Schedule A attached hereto issued by the United States Patent and Trademark Office (the "Trademarks"); and

WHEREAS, Kolpin Powersports, Inc., a Wisconsin corporation ("Assignee"), is desirous of purchasing all of the rights and goodwill in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee and confirms its assignment to Assignee, its successors and assigns, effective as of March 15, 2005, all right, title and interest in and to the Trademarks together with the goodwill of the business symbolized by the Trademarks and any and all registrations thereof. This grant specifically includes, without limitation, all common law rights as may have been acquired by Assignor with respect to the Trademarks or terms confusingly similar thereto, heretofore adopted or used by Assignor, as well as the right to recover for any third party infringement thereof, regardless of whether such infringement occurred before or occurs after the effective date of this Assignment.

Signed at Milwaukee, Wisconsin this 15th day of March, 2005.

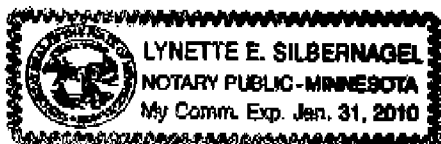
WHIRLWIND INDUSTRIES, INC.

By: [Signature] OWNER
(Title)

Signed and sworn to before me this
15th day of March, 2005.

[Signature]

Notary Public, State of Minnesota
My Commission: Jan 31 2010



Schedule A

Trademarks

Trademark -- DirtWorks Logo

DirtWorks -Trademark -Serial Number 76/577823