

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Record to correct assignor's name on assignment document previously recorded on reel 003066, frame 0887.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mr. Evan B. Trommer		04/13/2005	INDIVIDUAL:

RECEIVING PARTY DATA

Name:	OFFICERS ONLY INCORPORATED
Street Address:	1631 West 2550 South
City:	Ogden
State/Country:	UTAH
Postal Code:	84401
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	2883113	OFFICERS ONLY
Serial Number:	78201073	
Serial Number:	78201075	
Serial Number:	78201059	OFFICERS ONLY
Serial Number:	78201065	
Serial Number:	78201057	OFFICERS ONLY
Serial Number:	78201097	OFFICERS ONLY
Serial Number:	78201052	OFFICERS ONLY
Serial Number:	78201049	OFFICERS ONLY
Serial Number:	78201048	OFFICERS ONLY
Serial Number:	78201045	OFFICERS ONLY
Serial Number:	78200879	OFFICERS ONLY
Serial Number:	78201087	
Serial Number:	78201095	

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Serial Number:	78201088	
Serial Number:	78201071	
Serial Number:	78200897	OFFICERS ONLY
Serial Number:	78200890	OFFICERS ONLY
Serial Number:	78200889	OFFICERS ONLY
Serial Number:	78200877	OFFICERS ONLY
Serial Number:	78200874	OFFICERS ONLY

CORRESPONDENCE DATA

Fax Number: (801)521-9639
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 801.521.5800
Email: jeff.lillywhite@hro.com
Correspondent Name: Jeffery M. Lillywhite, Attorney
Address Line 1: 299 South Main Street, Suite 1800
Address Line 4: Salt Lake City, UTAH 84111

NAME OF SUBMITTER:	Jeffery M. Lillywhite
Signature:	/jeffery lillywhite/
Date:	05/05/2005

Total Attachments: 8
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source=TrademarkDocs#page2.tif
source=TrademarkDocs#page3.tif
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[EXECUTION COPY]

ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, EVAN B. TROMMER ("Assignor"), of 87 North Wind River Drive, Layton, Utah, 84040, is the owner of record of the trademarks, U.S. trademark applications, and U.S. trademark registrations identified on Exhibit "A" attached hereto, and has a *bona fide* intent to use the trademarks identified in the U.S. trademark applications; and

WHEREAS, OFFICERS ONLY INCORPORATED ("Assignee"), a Nevada corporation, having a place of business at 1631 West 2550 South, Ogden, Utah, 84401, is desirous of acquiring from Assignor the entire right, title and interest in and to the trademarks identified on Exhibit "A", together with the trademark registrations, trademark applications and the business and accompanying goodwill pertaining thereto, including that portion of Assignor's business and goodwill with which the Assignor has a *bona fide* intent to use the trademarks and pending U.S. trademark applications, and Assignor is willing to assign the trademarks, trademark registrations, trademark applications and associated business and goodwill to Assignee.

NOW, THEREFORE, in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee, the entire right, title, and interest in and to the aforesaid trademarks, including the trademark registrations, trademark applications and business and goodwill pertaining thereto, including that portion of Assignor's business and goodwill in connection with which Assignor has a *bona fide* intent to use the trademarks, together with all claims, demands and causes of action for the past infringement of any or all of the trademarks or for unfair competition in business in connection therewith, the same to be held and enjoyed by

Assignee, its successors, assigns or other legal representatives as fully and entirely as the same would or could have been held and enjoyed by Assignor had this Assignment not been made.

Assignor warrants, covenants and represents that it is the owner of the aforesaid trademarks, trademark registrations, trademark applications and associated business and goodwill; that it has the full right to convey the entire interest hereby assigned; and that it has not and will not assign or otherwise transfer any of the rights hereby assigned to any third party.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed as of the

13 day of April, 2005.

Assignor:



Evan B. Trommer

mn
STATE OF ~~UTAH~~)
) ss:
COUNTY OF ~~SALT LAKE~~)
)
Anoka

BEFORE ME, a Notary Public, on this day personally appeared Evan B. Trommer, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for purposes and consideration therein expressed.

Given under my hand and seal this 13 day of April, 2005.



Alicia Manthei

Notary Public, State of ~~Utah~~
Minnesota

My Commission Expires: Jan 31 09

EXHIBIT A

TRADEMARKS

<u>MARK</u>	<u>U.S. SERIAL NO./REG. NO.</u>
OFFICERS ONLY	U.S. Reg. No. 2,883,113
circles design	U.S. Serial No. 78/201,073
circles design	U.S. Serial No. 78/201,075
OFFICERS ONLY & design	U.S. Serial No. 78/201,059
circles design	U.S. Serial No. 78/201,065
OFFICERS ONLY & design	U.S. Serial No. 78/201,057
OFFICERS ONLY & design	U.S. Serial No. 78/201,097
OFFICERS ONLY & design	U.S. Serial No. 78/201,052
OFFICERS ONLY & design	U.S. Serial No. 78/201,049
OFFICERS ONLY & design	U.S. Serial No. 78/201,048
OFFICERS ONLY & design	U.S. Serial No. 78/201,045
OFFICERS ONLY	U.S. Serial No. 78/200,879
circles design	U.S. Serial No. 78/201,087
circles design	U.S. Serial No. 78/201,095
circles design	U.S. Serial No. 78/201,088
circles design	U.S. Serial No. 78/201,071
OFFICERS ONLY	U.S. Serial No. 78/200,897
OFFICERS ONLY	U.S. Serial No. 78/200,890
OFFICERS ONLY	U.S. Serial No. 78/200,889
OFFICERS ONLY	U.S. Serial No. 78/200,877
OFFICERS ONLY	U.S. Serial No. 78/200,874



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
 ASSISTANT SECRETARY AND COMMISSIONER
 OF PATENTS AND TRADEMARKS
 Washington, D.C. 20231



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APRIL 15, 2005

PTAS

JEFFERY M. LILLYWHITE, ATTORNEY
 299 SOUTH MAIN STREET, SUITE 1800
 SALT LAKE CITY, UT 84111

UNITED STATES PATENT AND TRADEMARK OFFICE
 NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 04/14/2005

REEL/FRAME: 003066/0887
 NUMBER OF PAGES: 6

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:
 EVAN B. TOMMER

DOC DATE: 04/13/2005
 CITIZENSHIP:
 ENTITY: INDIVIDUAL

ASSIGNEE:
 OFFICERS ONLY INCORPORATED
 1631 WEST 2550 SOUTH
 OGDEN, UTAH 84401

CITIZENSHIP:
 ENTITY: CORPORATION

APPLICATION NUMBER: 78201073
 REGISTRATION NUMBER:

FILING DATE: 01/08/2003
 ISSUE DATE:

MARK:
 DRAWING TYPE: MISCELLANEOUS DESIGN

TRADEMARK
REEL: 003086 FRAME: 0063

003066/0887 PAGE 2

APPLICATION NUMBER: 78201075
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK:
DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 78201059
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78201065
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK:
DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 78201057
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78201097
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78201052
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78201049
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78201048
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78201045
REGISTRATION NUMBER:

FILING DATE: 01/08/2003
ISSUE DATE:

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

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APPLICATION NUMBER: 78200879
REGISTRATION NUMBER:FILING DATE: 01/07/2003
ISSUE DATE:MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 78201087
REGISTRATION NUMBER:FILING DATE: 01/08/2003
ISSUE DATE:MARK:
DRAWING TYPE: MISCELLANEOUS DESIGNAPPLICATION NUMBER: 78201095
REGISTRATION NUMBER:FILING DATE: 01/08/2003
ISSUE DATE:MARK:
DRAWING TYPE: MISCELLANEOUS DESIGNAPPLICATION NUMBER: 78201088
REGISTRATION NUMBER:FILING DATE: 01/08/2003
ISSUE DATE:MARK:
DRAWING TYPE: MISCELLANEOUS DESIGNAPPLICATION NUMBER: 78201071
REGISTRATION NUMBER:FILING DATE: 01/08/2003
ISSUE DATE:MARK:
DRAWING TYPE: MISCELLANEOUS DESIGNAPPLICATION NUMBER: 78200897
REGISTRATION NUMBER:FILING DATE: 01/07/2003
ISSUE DATE:MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 78200890
REGISTRATION NUMBER:FILING DATE: 01/07/2003
ISSUE DATE:MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 78200889
REGISTRATION NUMBER:FILING DATE: 01/07/2003
ISSUE DATE:MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORMAPPLICATION NUMBER: 78200877
REGISTRATION NUMBER:FILING DATE: 01/07/2003
ISSUE DATE:MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

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APPLICATION NUMBER: 78200874
REGISTRATION NUMBER:

FILING DATE: 01/07/2003
ISSUE DATE:

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78200895
REGISTRATION NUMBER: 2883113

FILING DATE: 01/07/2003
ISSUE DATE: 09/07/2004

MARK: OFFICERS ONLY
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

LENELL MACKALL, SUPERVISOR
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS