

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	05/26/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Passport International, Ltd.		05/26/2005	CORPORATION: SOUTH CAROLINA

RECEIVING PARTY DATA

Name:	Z-Man Fishing Products, Inc.
Street Address:	911 Commerce Circle
City:	Hanahan
State/Country:	SOUTH CAROLINA
Postal Code:	29407
Entity Type:	CORPORATION: SOUTH CAROLINA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	76600721	CYBER FLEX OS

CORRESPONDENCE DATA

Fax Number: (704)927-0485
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 704-927-0400
 Email: scotthanf@hammerpatent.com
 Correspondent Name: Scott E. Hanf
 Address Line 1: 3121 Springbank Lane, Suite I
 Address Line 4: Charlotte, NORTH CAROLINA 28226

NAME OF SUBMITTER:	Scott E. Hanf
Signature:	/scott e hanf/
Date:	06/06/2005

CH \$40.00 76600721

Total Attachments: 1
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TRADEMARK ASSIGNMENT

WHEREAS, Passport International, Ltd., a South Carolina Corporation, with its principal place of business at 1007 Johnnie Dodds Boulevard, Mt. Pleasant, SC 29464, US ("Assignor"), has adopted, owns and is using the Mark CYBER FLEX OS ("the Mark") in connection with the following goods and/or services: Fishing lures; and

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the above-described goods and/or services, Application Serial No. 76/600,721 filed on July 6, 2004; and

WHEREAS, Z-Man Fishing Products, Inc., a South Carolina Corporation, with its principal place of business at 911 Commerce Circle, Hanahan, SC 29407, US ("Assignee"), desires to acquire the Mark, and the pending application;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the pending application for registration.

PASSPORT INTERNATIONAL, LTD.

By: *[Signature]*
Name: Cynthia A. Williams
Title: President + COO
5/26/05

Dated effective as of: 5/26th, 2005

SUBSCRIBED and SWORN to before me this 26th of May, 2005

[Signature]
Notary Public

My Commission Expires: May 30, 2011

(Seal)