

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
A.R.E. Inc.		08/22/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	A.R.E. Accessories LLC
Street Address:	400 Nave Road, S.E.
Internal Address:	P. O. Box 1100
City:	Massillon
State/Country:	OHIO
Postal Code:	44648
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2275483	MPULSE
Registration Number:	1681606	A.R.E.
Serial Number:	78576716	LSX SERIES
Serial Number:	78576744	Z SERIES
Serial Number:	78576752	MX SERIES
Serial Number:	78576758	CX SERIES
Serial Number:	78576724	THE TOP LINE FOR YOUR TRUCK
Serial Number:	78576772	DCU SERIES
Serial Number:	78576734	LSII SERIES
Serial Number:	78576707	A.R.E.
Serial Number:	78585424	
Serial Number:	78585440	

CORRESPONDENCE DATA

900031557

**TRADEMARK
 REEL: 003154 FRAME: 0354**

CH \$315.00 2275483

Fax Number: (330)253-8601
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 330.535.5711
Email: dat@brouse.com
Correspondent Name: Daniel A. Thomson, Esq.
Address Line 1: 388 South Main Street
Address Line 2: Suite #500
Address Line 4: Akron, OHIO 44311

NAME OF SUBMITTER:	Daniel A. Thomson
Signature:	/daniel a thomson/
Date:	09/07/2005

Total Attachments: 3
source=A.R.E. Inc. Assignment to A.R.E. Accessories LLC#page1.tif
source=A.R.E. Inc. Assignment to A.R.E. Accessories LLC#page2.tif
source=A.R.E. Inc. Assignment to A.R.E. Accessories LLC#page3.tif

TRADEMARK ASSIGNMENT

This **TRADEMARK ASSIGNMENT** is given as of the 22nd day of August 2005, by **A.R.E. INC.**, an Ohio corporation, with its principal place of business at 400 Nave Road S.E., P.O. Box 1100, Massillon, Ohio 44648 ("A.R.E.") to **A.R.E. ACCESSORIES, LLC**, a Delaware limited liability company, with its principal place of business at 400 Nave Road S.E., P.O. Box 1100, Massillon, Ohio 44648 ("A.R.E. ACCESSORIES").

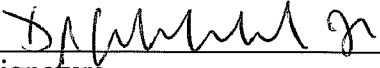
WHEREAS, A.R.E. owns the trademarks listed in Schedule A attached hereto with the corresponding federal trademark applications and/or registrations (collectively referred to as the "Trademarks"); and,

WHEREAS, A.R.E. and A.R.E. ACCESSORIES have entered into a Subscription Agreement dated as of August 22, 2005 ("Subscription Agreement"), pursuant to which A.R.E. has agreed to assign to A.R.E. ACCESSORIES its rights, titles, and interests in all of the trademarks it owns, including without limitation, the Trademarks set forth on the attached Schedule A.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained in the Subscription Agreement, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, A.R.E. hereby assigns, transfers, and conveys its rights, titles, and interests, including without limitation any and all rights to sue and collect damages for infringement (whether occurring before or after the above date), together with that portion of A.R.E.'s business in connection with which it has a bona fide intent to use those Trademarks that are the subject of currently pending applications, and together with the goodwill of the business symbolized by the Trademarks, in and to the Trademarks set forth on the attached Schedule A to A.R.E. ACCESSORIES.

[signature page follows]

A.R.E. INC

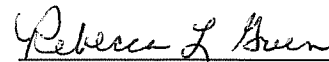
By: 
Signature

Dennis R Abbuhl Jr
Printed Name

Its: cfo
Title




State of Ohio)
County of Stark)

On this 22nd day of August 2005, before me, a Notary Public in and for the County and State aforesaid, personally appeared Dennis R Abbuhl Jr to me known, and known to me to be the cfo of **A.R.E. INC** and acknowledged that he executed the foregoing document by authority of **A.R.E. INC** and for the uses and purposes herein expressed.


Notary

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Schedule A

<u>Trademark</u>	<u>Reg. No./Serial No.</u>	<u>Filing Date/Reg. Date</u>
	78/585,440	March 11, 2005
	78/585,424	March 11, 2005
A.R.E.	78/576,707	February 28, 2005
LSII Series	78/576,734	February 28, 2005
DCU Series	78/576,772	February 28, 2005
The Top Line For Your Truck	78/576,724	February 28, 2005
CX Series	78/576,758	February 28, 2005
MX Series	78/576,752	February 28, 2005
Z Series	78/576,744	February 28, 2005
LSX Series	78/576,716	February 28, 2005
Mpulse	2,275,483	September 7, 1999
	1,681,606	March 31, 1992