

09-06-2005

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(Rev. 03/01)
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Tab settings ⇨ ⇨ ⇨



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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

8-29-05

1. Name of conveying party(ies):
Avalon Funding Corporation

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

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

2. Name and address of receiving party(ies)
Name: American International Industries
Internal _____
Address: _____

Street Address: 2220 Gaspar Avenue
City: Los Angeles State: CA Zip: 90040

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

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

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

Execution Date: July 22, 2005

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 1,998,031

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Mark Kremer
Internal Address: Conkle & Olesten, PLC
Street Address: 3130 Wilshire Blvd.
Suite 500
Santa Monica CA 90403
City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 032665

(Attach duplicate copy of this page if paying by deposit account)

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.

Mark Kremer
Name of Person Signing _____
Signature _____
Date 8/1/05

09/02/2005 09:02:20 BY:RME 0000020 032665 1998031
01 FC:0521 40.00

Total number of pages including cover sheet, attachments, and document: 1

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 003215 FRAME: 0509

ASSIGNMENT OF TRADEMARKS

Whereas, AVALON FUNDING CORPORATION ("Assignor"), a California corporation, whose address is 25422 Trabuco Road, Suite 105, Lake Forest, California 92630 is the owner of the certain trademarks, applications to register, and registrations thereof (the "Trademarks") identified on Schedule A attached hereto.

Whereas, AMERICAN INTERNATIONAL INDUSTRIES ("Assignee"), a general partnership organized and existing under the laws of the State of California, having its principal place of business located at 2220 Gaspar Avenue, Los Angeles, California, 90040, wishes to acquire all the right, title and interest to said Trademarks, pending applications to register said Trademarks, and registrations thereof, together with all goodwill pertaining thereto.

THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor assigns the Trademarks to Assignee as follows:

1. GRANT OF RIGHTS:

Assignor irrevocably grants, sells, transfers, assigns and delivers to Assignee, all right, title and interest of every kind and character throughout the world that it has in and to the Trademarks and the goodwill of the business pertaining thereto, and all representations, warranties and covenants concerning the Trademarks, from Seche, Inc. to Assignor it being acknowledged and understood that it is the intention of this assignment to confer upon Assignee, Assignor's full and complete ownership of the Trademarks for their life, or any term allowed by law.

2. WARRANTIES: Assignor represent and warrant:

2.1 Assignor is the owner of the Trademarks as identified on Schedule A free and clear of any lien, encumbrance, claim or challenge, the registrations are duly perfected, fully paid to date, and in good standing and all applications are pending without opposition or objection.

2.2 Assignor has not previously assigned its ownership right or title, in whole or in part to the Trademarks to any other person.

3. RIGHTS AND OBLIGATIONS:

3.1 Assignor agrees to execute and deliver and cause to be executed and delivered to Assignee for the Trademarks any and all documents and instruments, in form and substance reasonably satisfactory to Assignee and its counsel, necessary to effect and complete the transfer, grant or sale to Assignee of all rights or property acquired or intended to be acquired by Assignee under this Agreement and shall pay any fees or expense found due and owing prior to the date of this Assignment.

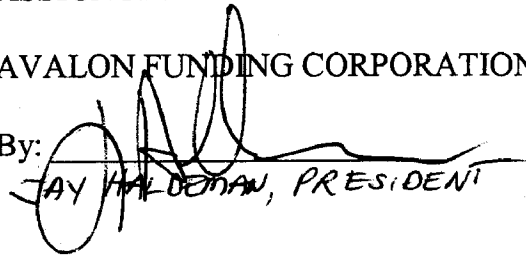
IN WITNESS WHEREOF, each party has agreed to and executed this Assignment as of July 22, 2005.

ASSIGNOR:

ASSIGNOR:

AVALON FUNDING CORPORATION

By:


JAY HALDEMAN, PRESIDENT

ASSIGNEE:

AMERICAN INTERNATIONAL INDUSTRIES

By:

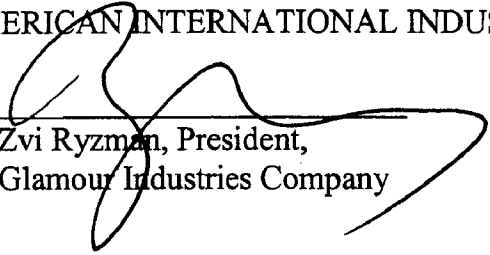

Zvi Ryzman, President,
Glamour Industries Company

Exhibit A

Trademarks

Trademark	Country	Application No.	Reg. No.	Reg. Date	Status
SECHE	European Community	3550761		02/08/2005	Pending
SECHE VITE (& design)	France	95551994	95551994	01/03/1995	Registered
SECHE	Hong Kong	300337554	300337554	12/14/2004	Registered
SECHE	U.S.A.	74/663614	1,998,031	09/03/1996	Registered
FEEL COMPLETE	Australia	1034479			Pending
S (design)	Australia	912799	912,799		Registered
SECHE	Australia	912325	912,325		Registered
SECHE FEEL COMPLETE	Australia	972946	972,946		Registered
SECHE FEEL COMPLETE (& design)	Australia	946902	946,902		Registered
SECHE VITE	Australia	912326	912,326		Registered

ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

} SS.

On July 22 2005

(DATE)

before me, Michael M. Fenig

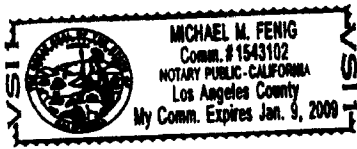
(NOTARY)

personally appeared ZVI RYZMAN

SIGNER(S)

personally known to me - OR -

proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

[Signature]
NOTARY'S SIGNATURE

OPTIONAL INFORMATION

The information below is not required by law. However, it could prevent fraudulent attachment of this acknowledgment to an unauthorized document.

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

- INDIVIDUAL
- CORPORATE OFFICER

PRESIDENT

TITLE(S)

- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

DESCRIPTION OF ATTACHED DOCUMENT

TITLE OR TYPE OF DOCUMENT

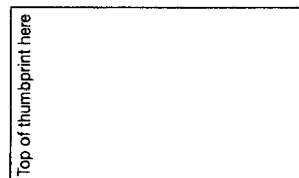
NUMBER OF PAGES

DATE OF DOCUMENT

OTHER

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

RIGHT THUMBPRINT
OF
SIGNER



ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of LOS ANGELES

} SS.

On JULY 22 2005 before me, MICHAEL M. FENIG,
(DATE) (NOTARY)

personally appeared JAY HALDEMAN
SIGNER(S)

personally known to me - OR -

proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

[Signature]
NOTARY'S SIGNATURE

OPTIONAL INFORMATION

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- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR

OTHER: AVALON FUNDING

DESCRIPTION OF ATTACHED DOCUMENT

TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

OTHER

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

RIGHT THUMBPRINT
OF
SIGNER

