

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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):

Competition Systems, Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Autotronic Controls Corporation

Internal

Address: _____

Street Address: 1490 Henry Brennan Drive

City: El Paso

State: Texas

Country: United States Zip: 79936

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Texas
- 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)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) November 8, 2005

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,656,136

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: Stephen L. Sapp

Internal Address: _____

Street Address: 2200 Ross Avenue, Suite 2200

City: Dallas

State: Texas Zip: 75201-6776

Phone Number: 214-740-8570

Fax Number: 214-756-8570

Email Address: ssapp@lockeliddell.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40

- 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 12-1781

Authorized User Name Stephen L. Sapp

9. Signature:

Signature

Robert E. Nail

Name of Person Signing

11/8/05
Date

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

4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 121781 1656136

U.S.P.T.O.

FEDERAL TRADEMARK ASSIGNMENT

WHEREAS, Competition Systems, Inc., a California corporation (hereinafter "Assignor"), having its principal offices at 30402 Esperanza, Rancho Santa Margarita, California 92688, is the owner of all right, title and interest in and to the Trademark listed on Exhibit A (collectively, the "Trademark"), which Trademark has been registered with the United States Patent and Trademark Office ("USPTO") as indicated thereon; and

WHEREAS, Autotronic Controls Corporation, a Texas corporation (hereinafter "Assignee"), having its principal offices at 1490 Henry Brennan Drive, El Paso, Texas 79936, is desirous of acquiring all right, title and interest of Assignor in and to the Trademark and in and to any registrations, renewals and extensions that may be granted thereon, and in each case together with the goodwill of the business connected therewith.

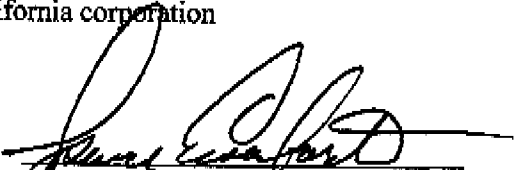
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred, and conveyed, and by these presents hereby sells, assigns, transfers, conveys and delivers to Assignee all of Assignor's right, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark, and the right, if any, of Assignor to recover for damages and profits for past infringements of the Trademark.

The Commissioner of Patents and Trademarks is requested to direct any correspondence after the date hereof to Assignee, in each case, c/o Stephen L. Sapp, Esq., Locke Liddell & Sapp LLP, 2200 Ross Avenue, Suite 2200, Dallas, Texas 75201-6776 (phone 214-740-8570; fax 214-756-8570).

This Assignment is binding upon Assignor and its successors and assigns and shall inure to the benefit of Assignee and its successors and assigns.

Signed in this 8th day of November, 2005.

COMPETITION SYSTEMS, INC.
a California corporation

By: 
Name: SPENCER EISENBARTH
Title: PRESIDENT

STATE OF CALIFORNIA §
COUNTY OF ORANGE §

BEFORE ME, the undersigned, a Notary Public, on this day personally appeared Spence Eisenbach, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of said COMPETITION SYSTEMS, INC., a California corporation, and that he has executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND and seal of office, this 8 day of November, 2005.



Barry Langfelder
Notary Public, State of California

Barry Langfelder
(Print name of Notary Public here)

My commission expires the 29 day of July, 2007.

EXHIBIT A

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
RACEPAK	1,656,136	September 10, 1991

DALLAS: 05921.00007: 1444662v1