

TRADEMARK ASSIGNMENT

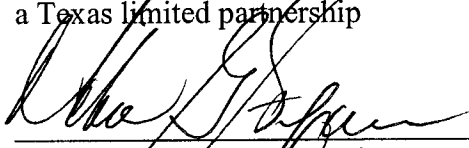
Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Curtis Holdings, LLC		01/05/2006	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Heeling Sports Limited		
Street Address:	3200 Belmeade Dr., Suite 100		
City:	Carrollton		
State/Country:	TEXAS		
Postal Code:	75006		
Entity Type:	LIMITED PARTNERSHIP:		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2484098	O	
Registration Number:	2137922	SHOES FOR THE DAILY GRIND	
Registration Number:	2190714	SOAP	
Registration Number:	2361034	SOAP	
Registration Number:	2189162	UHF	
Registration Number:	2202708	UHF	
CORRESPONDENCE DATA			
Fax Number:	(214)999-3623		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2149994266		
Email:	ip@gardere.com		
Correspondent Name:	Robert J. Ward		
Address Line 1:	1601 Elm Street		
Address Line 2:	Thanksgiving Tower, Suite 3000		
Address Line 4:	Dallas, TEXAS 75201		

CH \$165.00 2484098

ATTORNEY DOCKET NUMBER:	130049.28
NAME OF SUBMITTER:	Robert J. Ward
Signature:	/Robert J. Ward/
Date:	01/10/2006
Total Attachments: 5 source=Assignment of Trademarks from Curtis Holdings#page1.tif source=Assignment of Trademarks from Curtis Holdings#page2.tif source=Assignment of Trademarks from Curtis Holdings#page3.tif source=Assignment of Trademarks from Curtis Holdings#page4.tif source=Assignment of Trademarks from Curtis Holdings#page5.tif	

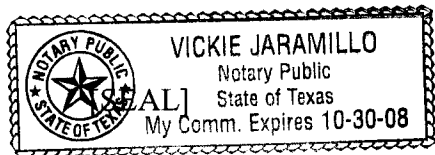
ASSIGNEE
HEELING SPORTS LIMITED
a Texas limited partnership

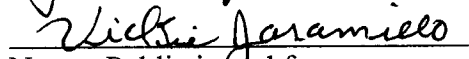

Michael G. Staffaroni, CEO

STATE OF TEXAS)
)
COUNTY OF DALLAS)

Before me, the undersigned authority, on this date personally appeared Michael G. Staffaroni, 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 the purposes and consideration therein expressed, and in the capacity stated.

Given under my hand and seal this 10th day of January, 2006.




Notary Public in and for
The State of Texas

My commission expires: _____

SCHEDULE A**MARKS**

MARK	COUNTRY	STATUS	DATE
SOAP	Argentina	Ser. No. 2191792	Filed 12/10/98
SOAP	Argentina	Ser. No. 2212910	Filed 4/9/99
SOAP	Australia	Reg. No. 763601	Registered 01/15/99
UHF	Australia	Reg. No. 780682	Registered 9/17/99
SOAP	Benelux	Reg. No. 641791	Registered 7/5/99
SOAP (logo)	Brazil	Ser. No. 821581090	Filed 4/28/99
SOAP	Chile	Reg. No. 552899	Registered 11/12/99
UHF	Chile	Reg. No. 552898	Registered 11/12/99
SOAP	China	Ser. No. 9800063827	Filed 6/12/98
UHF	China	Ser. No. 9800013518	Filed 2/20/98
UHF	European Union (CTM)	Reg. No. 703207	Registered 7/5/99
SOAP	Hong Kong	Reg. No. 13975/1999	Registered 12/23/98
UHF	Hong Kong	Reg. No. B5799/2000	Registered 12/23/98
SOAP	Indonesia	Ser. No. D9727301	Filed 12/15/97
SOAP	Israel	Reg. No. 129257	Registered 7/19/99
UHF	Israel	Ser. No. 129258	Filed 7/19/99
UHF	Japan	Reg. No. 4238990	Registered 2/12/99
SOAP	Lebanon	Reg. No. 78881	Registered 2/17/99
UHF	Lebanon	Reg. No. 78882	Registered 2/17/99
SOAP	Mexico	Reg. No. 647305	Registered 3/27/00
UHF	Mexico	Reg. No. 647304	Registered 3/27/00
SOAP	New Zealand	Reg. No. 292928	Registered 5/28/98
UHF	New Zealand	Reg. No. B302446	Registered 12/9/98
SOAP	Oman	Ser. No. 19233	Filed 12/15/98
UHF	Oman	Ser. No. 19234	Filed 12/15/98
SOAP	Panama	Ser. No. 104002	Filed 11/25/99
UHF	Panama	Ser. No. 104001	Filed 11/25/99
SOAP	Qatar	Ser. No. 19860	Filed 12/24/98
UHF	Qatar	Ser. No. 19859	Filed 12/24/98
SOAP	Singapore	Ser. No. 15188/97	Filed 12/13/97
UHF	Singapore	Ser. No. 15189/97	Filed 12/13/97
SOAP	South Africa	Reg. No. 098/22692	Registered 1/03/02

UHF	South Africa	Ser. No. 098/23113	Filed 12/21/98
SOAP	South Korea	Reg. No. 431629	Registered 11/30/98
SOAP	South Korea	Reg. No. 450462	Registered 7/5/99
UHF	South Korea	Reg. No. 429277	Registered 11/12/98
UHF	South Korea	Reg. No. 450463	Registered 7/5/99
SOAP	Taiwan	Reg. No. 889924	Registered 4/16/00
UHF	Taiwan	Reg. No. 840814	Registered 2/16/99
SOAP	Thailand	Reg. No. 93469	Registered 9/18/98
UHF (logo)	Thailand	Ser. No. 381480	Filed 2/24/99
SOAP	United Arab Emirates	Ser. No. 030813	Filed 4/12/99
UHF	United Arab Emirates	Ser. No. 030814	Filed 4/12/99
O (Stylized)	U.S.	Fed. Reg. No. 2,484,098	Registered 9/4/01
SHOES FOR THE DAILY GRIND	U.S.	Fed. Reg. No. 2,137,922	Registered 2/17/98
SOAP	U.S.	Fed. Reg. No. 2,190,714	Registered 9/22/98
SOAP	U.S.	Fed. Reg. No. 2,361,034	Registered 6/27/00
UHF	U.S.	Fed. Reg. No. 2,189,162	Registered 9/15/98
UHF (logo)	U.S.	Fed. Reg. No. 2,202,708	Registered 11/10/98
SOAP	Uruguay	Reg. No. 310341	Registered 10/4/99
UHF	Uruguay	Reg. No. 310340	Registered 10/4/99
SOAP	Vietnam	Reg. No. 31,531	Registered 7/13/99
UHF	Vietnam	Reg. No. 31,532	Registered 7/13/99

TRADEMARK	PRODUCT
O (Stylized)	Footwear; apparel, namely headgear (Note: t-shirts and shirts removed per agreement with Tee-Jays).
SHOES FOR THE DAILY GRIND	Footwear.
SOAP	Footwear; apparel, namely, t-shirts and shirts; and headgear.
UHF	Footwear and headwear.

THE FOLLOWING URL's: soapshoes.com; soap-shoes.net; and soap-shoes.com