

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
Prolong Super Lubricants, Inc.		02/17/2006	CORPORATION: NEVADA

RECEIVING PARTY DATA	
Name:	GOLDENWEST LUBRICANTS, INC.
Street Address:	1937 Mt. Vernon Avenue
City:	Pomona
State/Country:	CALIFORNIA
Postal Code:	91768
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	2136672	PROLONG
Registration Number:	2022220	SPL100
Registration Number:	2136577	PROLONG SUPER LUBRICANTS
Registration Number:	2136576	PROLONG
Registration Number:	2403649	PROLONG.COM
Registration Number:	2270653	NO EQUAL IN THE WORLD
Registration Number:	2135230	
Registration Number:	2129784	NO EQUAL IN THE WORLD
Registration Number:	2129785	THE ULTIMATE IN PROTECTION & PERFORMANCE
Registration Number:	2376248	
Registration Number:	2376247	
Registration Number:	2473968	PROLONG
Registration Number:	2358448	NO EQUAL IN THE WORLD
Serial Number:	78380391	PRISTINE

CH \$365.00 2136672

CORRESPONDENCE DATA

Fax Number: (310)203-0567
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 310.203.8080
Email: trademarkdocket@jmbm.com
Correspondent Name: Bernard R. Gans, Esq.
Address Line 1: 1900 Avenue of the Stars, 7th Floor
Address Line 4: Los Angeles, CALIFORNIA 90067-4308

ATTORNEY DOCKET NUMBER:	66643-0001-0007
NAME OF SUBMITTER:	Bernard R. Gans
Signature:	/Bernard R. Gans/
Date:	05/24/2006

Total Attachments: 3
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ASSIGNMENT OF TRADEMARKS

WHEREAS, PROLONG SUPER LUBRICANTS, INC., a Nevada corporation, with a place of business at 6 Thomas, Irvine, California 92618 ("Assignor"), is the owner of record of certain Trademarks as shown in Schedule 1 attached hereto and incorporated herein (collectively, the "Trademarks").

WHEREAS, ST. CLOUD CAPITAL PARTNERS, L.P., a Delaware limited partnership, as Collateral Agent ("Collateral Agent") for itself and certain other secured creditors (collectively, "Secured Creditors"), with a place of business at 10866 Wilshire Boulevard, Los Angeles, California 90024, pursuant to a Pledge and Security Agreement dated November 24, 2003 (as amended, the "Pledge Agreement"), was granted a security interest in the Trademarks and all of the goodwill of the business connected with the use of, and symbolized by, each of the Trademarks, as collateral for certain obligations therein described.

WHEREAS, Collateral Agent foreclosed upon the Trademarks and transferred the Trademarks to GOLDENWEST LUBRICANTS, INC., a California corporation ("Assignee") with a place of business at 1937 Mt. Vernon Avenue, Pomona, California 91768.

WHEREAS, pursuant to the Pledge Agreement, Assignor appointed Collateral Agent as Assignor's attorney in fact to, among other things, execute and record this Assignment of Trademarks for and on behalf of Assignor.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that Assignor hereby assigns and transfers to Assignee, and Assignee has accepted, the full and exclusive right, title and interest to the Trademarks and all related pending applications or any continuation, continuation-in-part, division, renewal, re-examination, substitute or reissue thereof for the full term or terms for which the same may be granted, including the right to sue and recover for past infringement, and all of the goodwill of the business connected with the use of, and symbolized by, each of the Trademarks.

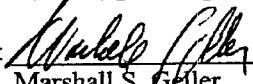
IN WITNESS WHEREOF, Assignor has executed this Assignment as of February 17, 2006

Assignor

PROLONG SUPER LUBRICANTS, INC.

By: St. Cloud Capital Partners, L.P.,
Its attorney in fact

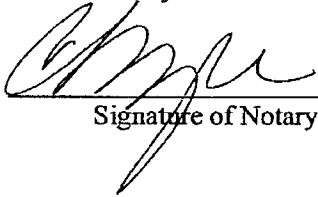
By: SCGP, LLC, general partner

By: 
Marshall S. Geller
Senior Managing Director

STATE OF CALIFORNIA)
)
COUNTY OF Los Angeles)

On February 21, 2006, before me, CHERYL LIN SHIELDS, Notary Public, personally appeared MARSHAN GELLER, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Signature of Notary



Schedule A

MARK	SERIAL NO/ REG. NO.	COUNTRY/ JURISDICTION	STATUS
Prolong	R.N. 2,136,672	U.S. Federal	Registered
SPL100	R.N. 2,022,220	U.S. Federal	Registered
Prolong Super Lubricants	R.N. 2,136,577	U.S. Federal	Registered
Prolong & Design	R.N. 2,136,576	U.S. Federal	Registered
Prolong.com	R.N. 2,403,649	U.S. Federal	Registered
No Equal in the World	R.N. 2,270,653	U.S. Federal	Registered
Oil Drop Logo	R.N. 2,135,230	U.S. Federal	Registered
No Equal in the World (Word Mark)	R.N. 2,129,784	U.S. Federal	Registered
The Ultimate in Protection and Performance	R.N. 2,129,785	U.S. Federal	Registered
Bottles or Jugs with Pumps or Sprayers, Including Atomizers	R.N. 2,376,248	U.S. Federal	Registered
Bottles or Jugs with Pumps or Sprayer, Including Atomizers	R.N. 2,376,247	U.S. Federal	Registered
Prolong (ITU)	R.N. 2,473,968	U.S. Federal	Registered
Pristine	S.N. 78/380,391	U.S. Federal	Pending
No Equal in the World	R.N. 2,358,448	U.S. Federal	Registered