

10-04-2006



OFFICE OF TRADEMARK RECORDATION
2006 SEP 29 AM 10:08

103316753

To the Director of the U. S. Patent and Trademark Office. Please record the attached documents or the new address(es) below.

9.29.06

1. Name of conveying party(ies):

Burley Design, Inc., formerly known as
Burley Design Cooperative

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

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: Burley Design, L.L.C.

Internal

Address: _____

Street Address: 375 W. 4th Avenue; Suite 203

City: Eugene

State: Oregon

Country: USA Zip: 97401

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

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

Execution Date(s) September 8, 2006

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

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)

3,079,250; 2,079,466

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: Robert D. Varitz, P.C.

Internal Address: _____

Street Address: 4915 S.E. 33rd Place

City: Portland

State: Oregon Zip: 97202

Phone Number: 503-720-1983

Fax Number: 503-233-7730

Email Address: robert@varitz.com

6. Total number of applications and registrations involved:

-2-

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 80.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 5908
Expiration Date 10/08

b. Deposit Account Number _____

Authorized User Name _____

40.00 PP
25.00 PP
00000000 3079250
00000000 20000000
10 FC-652
05 FC-652

9. Signature:

Robert D. Varitz
Signature
ROBERT D. VARITZ

September 29, 2006

Date

Name of Person Signing

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

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

TRADEMARK ASSIGNMENT

WHEREAS, Burley Design, Inc., an Oregon corporation, formerly known as Burley Design Cooperative, (BURLEY) is the sole and exclusive owner of the following three (3) registered trademarks, namely:

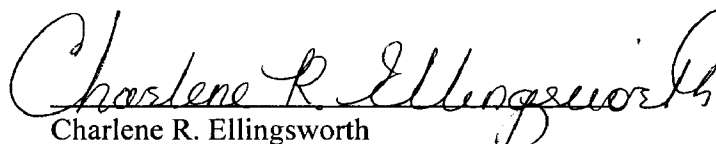
1. U.S. Trademark Registration Number 3,079,250, issued April 11, 1006, for BURLEY in International Class IC 25 for clothing;
2. U.S. Trademark Registration Number 2,079,466, issued July 15, 1997, for BURLEY in International Class 12 for bicycles;
3. CTM Registration 000308247, issued July 24, 1996, for BURLEY in International Classes 12 and 25; and

WHEREAS, Burley Design L.L.C. (BURLEY LLC), having a place of business at 375 W. 4th Avenue, Suite 203, Eugene, Oregon 97401, is desirous of acquiring the above-listed registrations;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, BURLEY does hereby assign to BURLEY LLC all right, title and interest in and to the above-identified registration, together with the good will of the business connected with the use of and symbolized by the mark.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 8 day of September, 2006.

Burley Design, Inc., formerly known as
Burley Design Cooperative


Charlene R. Ellingsworth
Chief Executive Office