

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Zero Manufacturing, Inc.		12/29/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Zero Halliburton Incorporated		
Street Address:	500 West 200 North		
City:	North Salt Lake		
State/Country:	UTAH		
Postal Code:	84054		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	2154594		
Registration Number:	1923655	Z2	
Serial Number:	78565132	ZERO HALLIBURTON	
Registration Number:	1184578	ZERO HALLIBURTON	
Registration Number:	3042452		
Registration Number:	1977670	ZEROLLER	
CORRESPONDENCE DATA			
Fax Number:	(206)628-7699		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(206) 628-7733		
Email:	marshallnelson@dwt.com		
Correspondent Name:	Marshall J. Nelson		
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CH \$165.00 2154594

ATTORNEY DOCKET NUMBER:	58290-2
NAME OF SUBMITTER:	Kristine Fyfe, Davis Wright Tremaine LLP
Signature:	/kristinefyfe/
Date:	02/12/2007

Total Attachments: 10

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ZERO HALLIBURTON TRADEMARK ASSIGNMENT AGREEMENT

This Zero Halliburton Trademark Assignment Agreement (the "Trademark Assignment") is delivered as of December 29, 2006, by Zero Manufacturing, Inc., a Delaware corporation ("Assignor"), to Zero Halliburton Incorporated, a Delaware corporation (the "Assignee").

WHEREAS, Assignor, Ace Co., Ltd. ("Ace") and Assignee are parties to that certain Stock and Asset Purchase Agreement dated as of December 15, 2006 (the "Purchase Agreement"), pursuant to which Assignor has agreed to transfer, assign, convey, grant and deliver certain Assets to Assignee and thereafter Ace will acquire all of the capital stock of Assignee and certain-trademarks and related goodwill of Assignor as specified below; and

WHEREAS, Ace is currently the exclusive distributor in Japan of products sold under the Trademarks;

NOW, THEREFORE, for and in consideration of the premises and the mutual covenants contained herein, and for other good and valuable consideration, the receipt, adequacy and legal sufficiency of which are hereby acknowledged, the parties do hereby agree as follows:

1. *Capitalized Terms.* Capitalized terms used but not defined herein shall have the meanings for such terms that are set forth in the Purchase Agreement.

2. *The Trademarks.* The "Trademarks" shall mean the trademarks listed on Annex A hereto, and all trademark rights in or to such trademark; provided, however, that in connection with the consummation of the transactions contemplated by the Purchase Agreement the rights in and to the trademarks referred to on Annex B in, and only in, the nation of Japan, shall be assigned to Ace and shall not be transferred to Assignee hereunder and the term Trademark shall not include the rights in and to such trademarks and related goodwill in the nation of Japan.

3. *Ownership and Assignment.* Effective as of the Effective Time, Assignor assigns to Assignee any and all ownership, rights, titles and interests that Assignor may have in or to the Trademarks. This assignment further includes an assignment to Assignee of the goodwill in the Trademarks and the goodwill of the business associated with and symbolized by the Trademarks. This assignment also includes an assignment of any and all registrations and applications for registration of the Trademark, including those identified in Annex A, and as to any applications based on intent to use under Section 1(b) of the U.S. Trademark Act, together with that portion of the business of the applicant to which the mark pertains, as an ongoing and existing business.

4. *Geographic Scope of Assignments.* Except as provided in Section 2, these assignments are given on a world-wide basis, and are not limited geographically. Except as provided in Section 2, these assignments include assignments of all trademark rights in or to the Trademark under the laws of all countries and jurisdictions.

5. *Warranty Disclaimer.* ASSIGNOR MAKES NO WARRANTY, EXPRESS OR IMPLIED, WITH RESPECT TO THE TRADEMARKS PURSUANT TO THIS AGREEMENT, ANY AND ALL SUCH WARRANTIES BEING SET OUT IN THE PURCHASE AGREEMENT.

6. *Counterparts.* This Trademark Assignment may be executed in any number of counterparts, each of which when so executed and delivered shall be an original, but all of which together shall constitute one and the same instrument, and it shall not be necessary in making proof of this Trademark Assignment to produce or account for more than one such counterpart.

7. *Facsimile.* A facsimile or other electronic transmission of an executed Trademark Assignment shall have the same effect as the delivery of the original executed copy of such document; provided, that the parties shall deliver, or cause to be delivered, original signatures to this Trademark Assignment and all of the documents executed in connection herewith on or before January 16, 2007

8. *Governing Law.* This Agreement will be governed by and construed under the laws of the State of Utah without regard to conflicts-of-laws principles that would require the application of any other law.

9. *No Third Party Rights.* Nothing expressed or referred to in this Agreement will be construed to give any Person other than the parties to this Agreement any legal or equitable right, remedy or claim under or with respect to this Agreement or any provision of this Agreement.

IN WITNESS WHEREOF, Assignor and Assignee have executed this Trademark Assignment as of the date first above written.



Zero Manufacturing, Inc.

By: Mark Holder
Its: VP OPERATIONS

Zero Halliburton Incorporated

By: [Signature]
Its: [Signature]

ANNEX A





TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES
DESIGN OF CASE WITH DOUBLE RIB 	United States	2154594	May 5, 1998	Cases for computers, cameras, video equipment, electronic and scientific instruments in Class 9 Luggage and attaché cases in Class 18
Z2	United States	1923655	October 3, 1995	Attache cases in Class 18
ZERO HALLIBURTON	United States	78/565132	February 10, 2005	Women's handbags and purses in Class 18
ZERO HALLIBURTON	United States	1184578	January 5, 1982	Carrying cases for photographic equipment in Class 9 Luggage and attache cases in Class 18
Square Design 	United States	3,042,452	January 10, 2006	Luggage, hand bags, purses, wallets, document holders, and attache cases in Class 18
ZEROLLER	United States	1977670	June 4, 1996	Camera cases and cases for video equipment in Class 9 Luggage; carrying cases for general industrial equipment sold empty in Class 18
ZERO HALLIBURTON	International Registration designating China	844711	February 10, 2005	Luggage and attache cases; women's handbags and purses in Class 18
ZERO HALLIBURTON	Argentina	2564634	January 4, 2005	Goods in Class 18
ZERO HALLIBURTON	Australia	546249	November 21, 1990	Metal and metal-look luggage and attache cases in Class 18
ZERO HALLIBURTON	Canada	TMA351928	February 24, 1989	Carrying cases, luggage, attache cases in Class 18
ZERO HALLIBURTON	France	1451211	February 23, 1988	Images; magnetic recording carriers, phonograph records; automatic distribution machines and mechanisms for coin freed apparatus; cash registers, calculating machines, equipment for data processing and computers; fire extinguishing apparatus in Class 9 Leather and imitation leather, products of these substances not included in other classes; animal skins; trunks and valises; umbrellas, parasols and walking sticks; whips and saddlery in Class 18

TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES
ZERO HALLIBURTON	Germany	1128398	October 3, 1988	Portable casing and containers for implements and photographic equipment in Class 9 Travel, hand and briefcases; sports bags; rucksacks in Class 18
ZERO HALLIBURTON	Hong Kong	2460/93	February 1, 1991	Bags and cases, trunks (luggage), briefcases, attache cases, purses (not of precious metal or coated therewith), toilet cases made of leather or imitation leather in Class 18
ZERO HALLIBURTON	Italy	520092 (Registration No.) 825810 (Renewal No.)	January 4, 1990 (Registered) October 4, 2000 (Renewed)	Leather and leather imitations, articles no included in other classes made from such materials; shell, chests and suitcases; rain umbrellas, sun umbrellas and sticks; whips, harnesses and harness
ZERO HALLIBURTON	Italy	434072 (Registration No.) 699481 (Renewal No.)	June 16, 1986 (Registered) December 24, 1996 (Renewed)	Cases diplomatic, cases briefcases, suitcases, cases vanity case and other cases portable, all being built in or metal predominating, safety cash boxes; cassette for transport apparatus and scientific instruments; optical, monitoring, photographic and cinematographic, containers for such apparatus and scientific instruments, electrical and electronic, containers for electronic apparatus, articles of luggage, cases diplomatic; cases briefcases, suitcases cases vanity case and other cases, all being built in or predominantly of plastics material, cabins (furniture for welcoming apparatus electronic)
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4595205	August 16, 2002	Clothing; garters; stocking suspenders; braces; waistbands; belts; footwear; masquerade costumes; special sporting/gymnastic wear; special sporting/gymnastic footwear in Class 25

TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4595206	August 16, 2002	Game machines; go game equipment (Japanese board game); shoji game equipment (Japanese chess); dice; sugoroku games (Japanese parcheesi); dice cups; diamond games; chess games; checkers; conjuring apparatus; dominoes; mahjong equipment; billiard equipment; toys and dolls; toys for domestic pets; sporting and gymnastic implements; wax for skis; fishing tackle in Class 28
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4621870	November 15, 2002	Ships/boats and their parts/fittings; aircrafts and their parts/fittings; railway rolling stock and their parts/fittings; motor vehicles and their parts/fittings; motorcycles and their parts/fittings; bicycles and their parts/fittings; baby carriages; wheelchairs; rickshaws; sleighs; wheelbarrows; carts; horse drawn carriages; bicycle trailers; cable transport installations for cargo handling; car-dumpers; car-pushers; car-pullers; tractors; motors (non-electric) for land vehicles (excluding their parts); machine elements for land vehicles; alternating current motors/direct current motors, for land vehicles (excluding their parts); adhesive rubber patches for repairing tubes/tires; anti-theft devices for vehicles; parachutes in Class 12
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4526488	November 30, 2001	Watches; key holders; cuff links/rings/bracelets, other trinkets; precious metals; tableware and the like of precious metal; nutcrackers/pepper pots/sugar bowl/salt shakers/egg cups/napkin holders/napkin rings/trays; toothpick holders, all of precious metal; vases/flower bowls/boxes for needles/jewels cases/candle extinguishers/candlesticks, all of precious metal; smokers' articles of precious metal; jeweler/rough gemstones/imitations of jewelry; trophies commemorative shields in Class 14


TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4537646	January 18, 2002	Cigarette lighters/cigarette cases, other smoker's articles (not of precious metal); tobacco; cigarette paper; matches in Class 34
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4533258	December 28, 2001	Stationery; photo frames; papers; packaging containers of paper; food wrapping film for household use; garbage bags of paper; garbage bags of plastics; hygienic paper; dressmaking patterns; table cloths of paper; table napkins of paper; towels of paper; hand towels of paper; paper banners; flags of paper; handkerchiefs of paper; blinds of paper; babies' diapers of paper/babies' napkins of paper; tailors' chalk; baggage labels; printed matter; calligraphy and paintings; photographs; playing cards; adhesives for stationery or household purposes; blueprinting machines; addressing machines; printers' galleys; inking ribbons/typewriter ribbons; printing types; hectograph duplicating machines; automatic stamp applying machines; electric staplers; envelope sealing machines for offices; stamp obliterating machines; drawing instruments/drawing materials; paintbrushes; typewriters; checkwriters; mimeographs; letterpress duplicating machines; paper shredders; sealing wax; marking templates; postal frankers; rotary duplicators; indoor aquaria and their fittings in Class 16
ZERO HALLIBURTON (WITH KATAKANA) ZERO HALLIBURTON ゼロハリバートン	Japan	4561350	April 19, 2002	computers, other electronic machines/instruments & their parts/fittings; cameras, other photographic apparatus/instruments; eye glasses; physical or chemical apparatus/instruments; measuring apparatus/instruments; electrical distribution or control machines/instruments; batteries; electric or magnetic measuring machines/instruments; electric wires/cables; cinematographic apparatus/instruments; optical apparatus/instruments; processed glass (not for buildings); life saving apparatus & equipment;

TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES
				electrical communication apparatus/instruments; records; ozonizers (ozonator); electrolyzers; rockets; machines/instruments for use in amusement parks/pleasure grounds; slot machines; sports training simulators; vehicle driving simulators; rotary converters; phase modifiers; electric flat irons; electrically heated hair curlers; electric buzzers; railway signal equipment; vehicle breakdown warning triangles; luminous or mechanical road signs; fire alarms; gas alarms; gloves for protection against accidents; fire extinguishers; fire hydrants; fire hose nozzles; fire engines; fire boats; sprinkler systems for fire protection; anti-theft warning apparatus; protective helmets; fireproof clothing (clothing for protection against fire); dust masks; gas masks; magnetic cores; cigar lighters for automobiles; resistance wires; electrodes; welding masks; cinematographic films; slide films/transparencies; slide film mounts; pre-recorded video discs/tapes; gasoline station equipment; vending machines (automatic distribution machines); coin-operated gates for car parks or parking lots; cash registers; calculating scales (slide rules); coin counting and sorting machines; operation recording machines; photocopying machines; manually operated calculators; drawing or drafting machines; time stamping machines; time recorders (time recording apparatus); electric calculators; punch card machines; voting machines; billing machines; apparatus to check stamping mail; weight belts; wetsuits; inflatable swimming floats; air tanks; flutter boards; divers' apparatus; regulators; electric arc welding machines; video game apparatus for personal use; melt-cutting machines for metal works; egg- handlers; electric welding

TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES
				apparatus; electric automatic door openers; metronomes in Class 9
ZERO HALLIBURTON (STYLIZED) 	Japan	4524420	November 22, 2001	Stationery in Class 16
ZERO HALLIBURTON (STYLIZED) 	Japan	4552293	March 15, 2002	cases for computers, physical or chemical/photographic/cinematographic/optical/electrical communication apparatus/instruments cellular phones in Class 9
ZERO HALLIBURTON (STYLIZED) 	Japan	4660347	April 4, 2003	Ships/boats and their parts/fittings; aircrafts and their parts/fittings; railway rolling stock and their parts/fittings; motor vehicles and their parts/fittings; motorcycles and their parts/fittings; bicycles and their parts/fittings; baby carriages; wheelchairs; rickshaws; sleighs; wheelbarrows; carts; horse drawn carriages; bicycle trailers; cable transport installations for cargo handling; car-dumpers; car-pushers; car-pullers; tractors; motors (non-electric) for land vehicles (excluding their parts); machine elements for land vehicles; alternating current motors/direct current motors, for land vehicles (excluding their parts); adhesive rubber patches for repairing tubes/tires; anti-theft devices for vehicles; parachutes in Class 12
ZERO HALLIBURTON (STYLIZED) 	Japan	4465425	April 6, 2001	Clocks and watches in Class 14
ZERO HALLIBURTON	Korea	0166819	January 19, 1989	Attache cases, pouches, Boston bags, luggage, suit cases, hand bags, trunk, opera bags, satchels in Class 18
ZERO HALLIBURTON	Mexico	412813	December 9, 1991	Caddies and equipment included in Class 18
ZERO HALLIBURTON	New Zealand	221119	September 3, 1992	Luggage, handbags and attache cases in Class 18
ZERO HALLIBURTON	Saudi Arabia	251/20	April 3, 1991	Luggage and attache cases in Class 18

TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES
ZERO HALLIBURTON	Singapore	1443/88	March 31, 1988	Luggage, briefcases, attache cases, purses (not of precious metal or coated therewith), toilet cases in Class 18
ZERO HALLIBURTON	Switzerland	364501	January 26, 1988	Suitcases, containers, cases, cases and cases for photographic apparatus and electronic; eyeglass cases; cases for musical instruments in Classes 9 and 18
ZERO HALLIBURTON	United Kingdom	1332810	January 22, 1988	Bags, cases, trunks (luggage) briefcases, attache cases, purses, toilet cases, all included in Class 18
ZERO HALLIBURTON	United Kingdom	1223275	July 21, 1984	Cases, cash boxes of metal in Class 6 Carrying cases adapted for scientific, optical, surveying, photographic and for cinematographic apparatus and instruments in Class 9 Cases, made wholly or principally of plastics in Class 18

Annex B

TRADEMARK	COUNTRY	APP. NO. OR REG. NO.	FILING DATE OR REG. DATE	GOODS/SERVICES
ZERO HALLIBURTON (IN KATAKANA ONLY) ゼロハリバートン	Japan	3296101	April 25, 1997	Leather, bags/pouches and the like, vanity cases (not fitted), metal bag fittings, purse clasps, umbrellas and parasols, walking sticks, canes, metal cane fittings, walking stick/cane handles, horse-riding equipment, pet accessories in Class 18
ZERO HALLIBURTON	Japan	3252934	January 31, 1997	Leather, bags/pouches and the like, vanity cases (not fitted), metal bag fittings, purse clasps, umbrellas and parasols, walking sticks, canes, metal cane fittings, walking stick/cane handles, horse-riding equipment, pet accessories in Class 18
ZERO HALLIBURTON (STYLIZED) 	Japan	4484779	June 22, 2001	Leather, bags/pouches and the like, vanity cases (not fitted), metal bag fittings, purse clasps, umbrellas and parasols, walking sticks, canes, metal cane fittings, walking stick/cane handles, horse-riding equipment, pet accessories in Class 18
HALLIBURTON	Japan	2706134	April 28, 1995	Shaving cases [not filled], pedicure sets, eyelash curlers, manicure sets In Class 8 Ear picks in Class 10 Personal ornaments [other than cuff links]; cuff links; purses and wallets of precious metal; semi- wrought precious stones and their imitations; powder compacts of precious metal in Class 14 Bags and the like, pouches and the like; vanit cases [not fitted] in Class 18