

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	03/30/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Arctic Fox, Inc.		03/30/2007	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Arctic Fox, LLC
Street Address:	570 South Seventh Street
City:	Delano
State/Country:	MINNESOTA
Postal Code:	55328
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	1859545	ARCTIC FOX
Registration Number:	1804126	ARCTIC FOX
Registration Number:	1711169	COOLANT DAM

CORRESPONDENCE DATA

Fax Number: (612)371-3207
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: tmg@lindquist.com
 Correspondent Name: Garrett Weber
 Address Line 1: 4200 IDS Center
 Address Line 4: Minneapolis, MINNESOTA 55414

ATTORNEY DOCKET NUMBER:	515293.0001
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NAME OF SUBMITTER:	Garrett Weber
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CH \$90.00 1859545

Signature:

/Garrett Weber/

Date:

04/02/2007

Total Attachments: 2

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TRADEMARK ASSIGNMENT AGREEMENT

This **TRADEMARK ASSIGNMENT AGREEMENT** (this "Agreement"), dated as of March 30 2007, is made and entered into by and between Arctic Fox, Inc., a Minnesota corporation ("AFI"), and Arctic Fox, LLC, a Delaware limited liability company (the "Company").

WHEREAS, AFI is the owner of the trademarks identified on the attached Schedule A (the "Trademarks");

WHEREAS, AFI and the Company have executed a Contribution Agreement dated as of the date hereof (the "Contribution Agreement");

WHEREAS, AFI desires to transfer and assign its rights in the Trademarks to the Company pursuant to the terms of the Contribution Agreement, and the Company desires to accept such transfer and assignment;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. Assignment. Subject to the terms and conditions of the Contribution Agreement and effective as of the Closing Date (as defined in the Contribution Agreement), AFI hereby sells, transfers, assigns and conveys to the Company, and the Company hereby accepts from AFI, all of AFI's right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized thereby and the registrations identified on Schedule A.

2. Miscellaneous. This Agreement shall be governed by and construed in accordance with the laws of the State of Minnesota, without regard to conflicts of law principles, and may be executed in counterparts, all of which shall be considered one and the same instrument, and shall become effective when counterparts have been signed by each party and delivered to the other party.

IN WITNESS WHEREOF, AFI and the Company have made this Agreement on and as of the date first above written.

ARCTIC FOX, INC.

ARCTIC FOX, LLC

By [Signature]
Its President

By [Signature]
Its Secretary

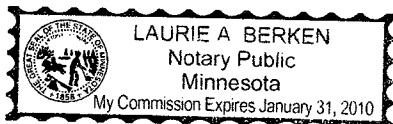
Subscribed and sworn to before me
this 30th day of March, 2007.

Subscribed and sworn to before me
this 30th day of March, 2007.

[Signature]
Notary Public

[Signature]
Notary Public

Doc# 22390552



SCHEDULE A

TRADEMARKS

A. U.S. FEDERAL TRADEMARK/SERVICE MARK REGISTRATIONS:

Trademark	Registration No.	Registration Date
ARCTIC FOX	1,859,545	October 25, 1994
ARCTIC FOX	1,804,126	November 16, 1993
COOLANT DAM	1,711,169	September 1, 1992

B. CANADIAN TRADEMARK/SERVICE MARK REGISTRATIONS:

Trademark	Registration No.	Registration Date
ARCTIC FOX	TMA463,513	September 20, 1996

The Trademarks shall further include any stylized or logo versions of any of the items set forth above, and any common-law rights and state and foreign applications and registrations for any of the foregoing.

All common law trademark rights, if any, by AFI in the following:

- Linehauler
- Midranger
- Trendsetter
- “Arctic Fox” with grinning fox cartoon illustration logo
- Right Step
- Hot Fox

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