

**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:       | 06/28/2007                                   |

**CONVEYING PARTY DATA**

| Name  | Formerly | Execution Date | Entity Type                |
|---|----------|----------------|----------------------------|
| Brister's Design & Manufacturing Company, LLC |          | 06/28/2007     | LIMITED LIABILITY COMPANY: |

**RECEIVING PARTY DATA**

|                 |                            |
|-----------------|----------------------------|
| Name:           | American SportWorks LLC    |
| Street Address: | 4404 Engle Ridge Drive     |
| City:           | Fort Wayne                 |
| State/Country:  | INDIANA                    |
| Postal Code:    | 46804                      |
| Entity Type:    | LIMITED LIABILITY COMPANY: |

**PROPERTY NUMBERS Total: 2**

| Property Type  | Number   | Word Mark           |
|----------------|----------|---------------------|
| Serial Number: | 76405165 | THE GO KART FACTORY |
| Serial Number: | 78385379 | CHUCK WAGON         |

**CORRESPONDENCE DATA**

Fax Number: (212)424-8500  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 2124248000  
 Email: ptodocket@lfgm.com  
 Correspondent Name: Dana Metes  
 Address Line 1: 125 West 55th Street  
 Address Line 4: New York, NEW YORK 10019

|                         |             |
|-------------------------|-------------|
| ATTORNEY DOCKET NUMBER: | 10299.00001 |
| NAME OF SUBMITTER:      | Dana Metes  |

**CH \$65.00 76405165**

Signature:

/danametes/

Date:

07/03/2007

Total Attachments: 3

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**ASSIGNMENT OF TRADEMARKS**

THIS ASSIGNMENT OF TRADEMARKS (this "Assignment") is made and entered into as of the ~~28~~<sup>29</sup> day of June, 2007, by and between American SportWorks LLC, a Delaware limited liability company ("Assignee") and Brister's Design & Manufacturing Company, LLC, an Indiana limited liability company ("Assignor").

**WITNESSETH:**

WHEREAS, Assignee and Assignor are parties to an Asset Purchase Agreement, dated May 18, 2007 (the "Purchase Agreement"), whereby Assignor, MPI Acquisition, LLC, Kent J. Rice ("Rice") and Arlington Capital (collectively, the Sellers") have agreed to sell, assign, transfer and deliver to Buyer the Assets and Buyer has agreed to purchase from the Sellers the Assets and to assume the Assumed Liabilities, all on the terms and conditions set forth in the Purchase Agreement;

WHEREAS, Assignor has adopted and used various trademarks which are identified on Schedule A attached hereto and made a part hereof (the "Trademarks");

WHEREAS, Assignee, as part of its acquisition of certain assets of Assignor, is desirous of acquiring all right, title and interest in the Trademarks, including the right to sue for past infringement thereunder, and the goodwill of the Business, if any, symbolized by the Trademarks; and

WHEREAS, all capitalized terms used herein which are defined in the Purchase Agreement shall have all the same meanings herein as set forth therein unless specifically defined in this Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer, and set over unto Assignee its entire right, title and interest in, to and under all of the Trademarks, including any interest it may have in the abandoned and/or canceled marks and common law marks, together with the associated goodwill in connection with which the Trademarks are used.

[SIGNATURE PAGE FOLLOWS]

**SCHEDULE A**

| <b><u>MARK</u></b>      | <b><u>SERIAL NUMBER</u></b> | <b><u>REGISTRATION NUMBER</u></b> |
|-------------------------|-----------------------------|-----------------------------------|
| (i) The Go Kart Factory | 76-405,165                  | 2,795,779                         |
| (ii) Chuck Wagon        | 78-385379                   | 2,990,625                         |

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment of Trademarks on this 28<sup>th</sup> day of June, 2007.

**Brister's Design & Manufacturing, LLC**

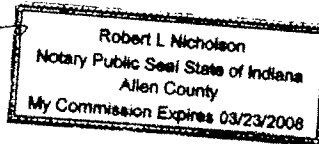
Attest

By: *Kent J Rice*  
Name: KENT J RICE  
Title: President

By: *Robert L Nicholson*

Signed and sworn before me this 27 day of June, 2007.

*Robert L Nicholson*  
Notary Public  
Commission expires:



**American SportWorks LLC**

Attest

By: *Curtis J Laetz*  
Name: Curtis J. Laetz  
Title: Secretary

By: *T. G. Maloney*

Signed and sworn before me this 27 day of June, 2007.

*Robert L Nicholson*  
Notary Public  
Commission expires:

