

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
GEMS Motorsports, LP		09/06/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Gillett Evernham Motorsports, LLC
Street Address:	950 Red Sandstone Drive
Internal Address:	c/o Booth Creek Management Corporation
City:	Vail
State/Country:	COLORADO
Postal Code:	81657
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	2762756	E
Registration Number:	2586165	E
Registration Number:	2583268	EVERNHAM MOTORSPORTS
Registration Number:	2663872	9
Registration Number:	2689409	9
Registration Number:	2589361	19
Registration Number:	2663881	19
Registration Number:	2636322	19
Registration Number:	2586166	19
Serial Number:	77094320	10
Serial Number:	77188559	98

CORRESPONDENCE DATA

900086586

**TRADEMARK
 REEL: 003618 FRAME: 0622**

CH \$290.00 2762756

Fax Number: (212)294-4700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212 294 6700
Email: vrichard@winston.com
Correspondent Name: Virginia R. Richard
Address Line 1: 200 Park Avenue
Address Line 4: New York, NEW YORK 10166

ATTORNEY DOCKET NUMBER:	6257.62
NAME OF SUBMITTER:	Virginia R. Richard
Signature:	/W&S/
Date:	09/11/2007

Total Attachments: 2
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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is made as of this 6th day of September, 2007 by and between GEMS Motorsports, LP, a Delaware limited partnership ("Assignor") and Gillett Evernham Motorsports, LLC, a Delaware limited liability company ("Assignee"). This Assignment is being entered into in connection with the Contribution, Purchase and Sale Agreement, dated as August 3, 2007, between Evernham Motorsports LLC, Assignee and certain other parties thereto (as amended, restated, supplemented, or otherwise modified from time to time, the "Agreement"). Unless otherwise defined in this Assignment, words and phrases with initial capital letters have the meanings given to them in the Agreement. Assignor owns certain internet domain names, trademark and service mark registrations and applications listed on Schedule A attached hereto (cumulatively, the "Assigned Marks").

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee all of Assignor's right, title and interest in and to the Assigned Marks and the registrations and applications therefor in the United States and throughout the world together with the goodwill of the business symbolized by the Assigned Marks, along with the right to sue and recover for, and the right to profits, penalties or damages due or accrued arising out of or in connection with any and all past, present and future infringements or dilution of or damage or injury to the Assigned Marks and related goodwill, in each case, subject to the terms and conditions of the Agreement.

Assignor agrees to execute and deliver at the request of Assignee, all documents, instruments, and assignments, and to perform other reasonable acts Assignee may require in order to convey to and confirm in Assignee all of Assignor's right, title and interest in and to the Assigned Marks and provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.









GEMS MOTORSPORTS, LP

By: 

Its: VICE PRESIDENT

Schedule A

Trademark Registrations and Applications

Mark	Design (if applicable)	Date (Filed=Pending, Registered=Issued)	Reg. No.
E		Registered 9/9/03	2762756
E		Registered 6/25/02	2586165
EVERNHAM MOTORSPORTS	N/A	Registered 6/18/02	2583268
9		Registered 12/17/02	2663872
9		Registered 2/18/03	2689409
19	N/A	Registered 7/2/02	2589361
19	N/A	Registered 12/17/02	2663881
19		Registered 10/15/02	2636322
19		Registered 6/25/02	2586166
10		Filed 1/30/07	77094320
98		Filed 5/23/07	77188559

Internet Domain Names

NY:1118552.2