

12-04-2007

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/



U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDS

EET
Y

103465884

FINANCE SECTION

12-3-07

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

1. Name of conveying party(ies):

Rand International Leisure Products, Ltd.

- Individual(s)
- General Partnership
- Corporation- State: New York
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) _____

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Rand International Leisure Products, LLC

Internal _____

Address: _____

Street Address: 51 Executive Blvd.

City: Farmingdale

State: New York

Country: United States Zip: 11735

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other _____

Citizenship _____
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)

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)

1,752,429; 1,475,842; 1,473,055; 0,980,887; 1,281,470; 2,130,390

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Barracuda and design; Aerolite; Aerolite and design; Ross; R Ross and design; Ross and design

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Sanford B. Frank

Internal Address: _____

Street Address: 151 Kettles Lane

City: Medford

State: New York Zip: 11763

Phone Number: 631-285-1147

Fax Number: 631-615-5011

Email Address: sfrank2@optonline.net

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 165.00

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

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

S.B. Frank

Signature

Sanford B. Frank

Name of Person Signing

12/04/2007 MGEIACHL 00000016 1752A29

01 FC:8521

02 FC:8522

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

Date

48.00

125.00

3

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

ASSIGNMENT

This Assignment Agreement, dated as of the ____ day of _____, 2007, is by and between **RAND INTERNATIONAL LEISURE PRODUCTS, LTD.**, of 51 Executive Blvd., Farmingdale, NY 11735 ("Assignor"), and **RAND INTERNATIONAL LEISURE PRODUCTS, LLC** of 51 Executive Blvd., Farmingdale, NY 11735 ("Assignee").

WHEREAS, Assignor has adopted and used and is using certain trademarks and is the owner of the registrations of the trademarks in the United States Patent and Trademark Office listed in Schedule A (collectively, the "Marks") and,

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in and to the Marks; and

In consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor assigns to Assignee all of Assignor's right, title, and interest in and to the Marks, together with the goodwill symbolized by any use of those Marks, and the right to sue third parties for and recover damages from past and future infringement of the Marks.

The Commissioner of Patents and Trademarks of the United States, and any official of any other country empowered to issue trademark registrations is hereby authorized to record this Assignment, and to issue or transfer all said Registrations to the Assignee as owner of all right, title and interest therein, or otherwise as the Assignee may direct, in accordance with the terms of this Assignment.

IN TESTIMONY WHEREOF, I have executed this document as of the date indicated above.

RAND INTERNATIONAL LEISURE PRODUCTS, LTD.

Allen Goldmier
By:
Title:

STATE OF NEW YORK)
) ss.:
COUNTY OF SUFFOLK .)

On this 14th day of NOVEMBER, 2007 before me personally appeared Allen Goldmier proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Rand International Leisure Products, Ltd., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation as authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

Elizabeth I. Tangen

ELIZABETH I. TANGEN
NOTARY PUBLIC, State of New York
No. 4895071
Qualified in Suffolk County
Term expires June 1, 2011

BRMFS1 482709v1

TRADEMARK
REEL: 003671 FRAME: 0563

EXHIBIT A
REGISTERED TRADEMARKS AND PENDING APPLICATIONS

TRADEMARK	SERIAL NO.	REGISTRATION NO.
BARRACUDA and design	74293519	1752429
AEROLITE	73655038	1475842
AEROLITE and design	73665381	1473055
ROSS	72351681	0980887
R ROSS and design	73424694	1281470
ROSS and design	75221850	2130390

BRMFS1 482709v1

RECORDED: 12/03/2007

TRADEMARK
REEL: 003671 FRAME: 0564