

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
MOTO Franchise Corporation		12/21/2007	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	Portrait Avenue Licensing, LLC		
Street Address:	7086 Corporate Way		
City:	Dayton		
State/Country:	OHIO		
Postal Code:	45459		
Entity Type:	LIMITED LIABILITY COMPANY: OHIO		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3131037	PORTRAIT AVENUE	
Registration Number:	3078976		
Registration Number:	3017914	PORTRAIT AVENUE	
CORRESPONDENCE DATA			
Fax Number:	(937)885-4385		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	937-885-9200		
Email:	durhamlaw@woh.rr.com		
Correspondent Name:	Joan Drake Durham		
Address Line 1:	825 Eagle Run Drive		
Address Line 4:	Centerville, OHIO 45458		
NAME OF SUBMITTER:	Joan Drake Durham		
Signature:	/joan drake durham/		
Date:	05/29/2008		

OP \$90.00 3131037

Total Attachments: 3

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TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is made as of the 21st day of December, 2007 (the "Effective Date"), by and between MOTO Franchise Corporation, an Ohio corporation with an address of 7086 Corporate Way, Dayton, Ohio 45459 ("Assignor"), and Portrait Avenue Licensing, LLC, an Ohio limited liability company with an address of 7086 Corporate Way, Dayton, Ohio 45459 ("Assignee"). This Assignment is based on the following understandings:

a. Assignor has adopted, used, and is using the marks referenced in Schedule A attached to this Assignment (the "Marks"), which are registered on the Principal Register of the United States Patent and Trademark Office and elsewhere (the "Registrations"), all as set forth in Schedule A.

b. Pursuant to an asset purchase agreement dated December 21, 2007, Assignee has purchased the Marks from Assignor, which has agreed to assign the Marks and the registrations for the Marks to Assignee.

Accordingly, for good and valuable consideration, the receipt and sufficiency of which Assignor acknowledges, the parties agree as follows:

1. Assignor, by this Assignment, assigns, transfers, and conveys to Assignee all right, title and interest in and to the Marks, together with the goodwill associated with the Marks, along with any U.S. or state registrations set forth on Schedule A.

2. This Assignment may be executed in any number of counterparts, each of which shall be deemed an original and all of which, taken together, constitute one and the same instrument.

The parties have caused this Assignment to be duly executed, and to be made effective, as of the Effective Date.

Signatures appear on the following page

ASSIGNOR

MOTO FRANCHISE CORPORATION

By *J. M. O'Hara*
Name: JOSEPH M. O'HARA
Title: VICE PRESIDENT

STATE OF OHIO
COUNTY OF MONTGOMERY

Sworn to and subscribed before me this 21st day of December, 2007, by
Joseph M. O'Hara, V.P. of MOTO Franchise Corporation.



Joan Drake Durham
Signature of Notary Public of Ohio
JOAN DRAKE DURHAM, Attorney at Law
Notary Public - State of Ohio
My Commission Has No Expiration Date
Section 147.03 O.R.C.

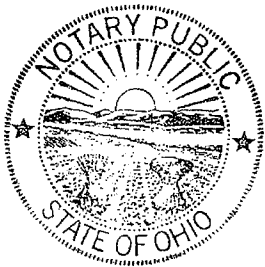
ASSIGNEE

PORTRAIT AVENUE LICENSING, LLC

By *H. D. Loyle*
Name: HARRY D. LOYLE
Title: MANAGING MEMBER

STATE OF OHIO
COUNTY OF MONTGOMERY

Sworn to and subscribed before me this 21st day of December, 2007, by
Harry D. Loyle, Managing Member of MOTO Franchise Corporation.
Portrait Avenue Licensing, LLC



Joan Drake Durham
Signature of Notary Public of Ohio

JOAN DRAKE DURHAM, Attorney at Law
Notary Public - State of Ohio
My Commission Has No Expiration Date
Section 147.03 O.R.C.

SCHEDULE A

<u>TRADEMARK</u>	<u>JURISDICTION</u>	<u>REGISTRATION NUMBER</u>
Design mark (stylized picture frame with smiley face inside)	United States Ohio	3078976 1511162
Word mark PORTRAIT AVENUE (block letters)	United States Ohio	3017914 1509654
Word mark PORTRAIT AVENUE (stylized logo Format)	United States	3131037