

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
Texas Saddlebags, Inc.		09/30/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	TSI Acquisition, Inc.		
Street Address:	13731 Creekside Place		
City:	Dallas		
State/Country:	TEXAS		
Postal Code:	75240		
Entity Type:	CORPORATION: TEXAS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2019567	CLUTTER CATCHER	
Registration Number:	1730932	SADDLEBAGS	
CORRESPONDENCE DATA			
Fax Number:	(972)770-7849		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	972-371-2489		
Email:	swelch@higierallen.com		
Correspondent Name:	Stacy R. Welch		
Address Line 1:	5057 Keller Springs Road, Suite 600		
Address Line 4:	Addison, TEXAS 75001		
ATTORNEY DOCKET NUMBER:	50436.001		
NAME OF SUBMITTER:	Stacy R. Welch		
Signature:	/Stacy R. Welch/		
Date:	10/02/2008		

OP \$65.00 2019567

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks (this "Assignment") is executed and entered into as of September 30, 2008, by and between Texas Saddlebags, Inc., a Delaware corporation ("Assignor"), and TSI Acquisition, Inc., a Texas corporation ("Assignee").

WHEREAS, Assignor is the owner of the following trademarks (the "Trademarks"):

Word Mark:	CLUTTER CATCHER
Serial No.:	74525821
Filing Date:	May 17, 1994
Register:	Principal
Register No.:	2019567
Mark Type:	Typed Drawing
Current Filing Basis:	Sect. 1(a)

Word Mark:	SADDLEBAGS
Serial No.:	74165677
Filing Date:	May 13, 1991
Register:	Principal
Register No.:	1730932
Mark Type:	Typed Drawing
Current Filing Basis:	Sect. 1(a)

WHEREAS, Assignor and Assignee are parties to the Asset Purchase Agreement dated September 30, 2008 (the "Purchase Agreement"), by and among Assignor, Assignee and Berryman Products, Inc., a Texas corporation, pursuant to which, among other things, Assignor has agreed to assign and sell to Assignee, and Assignee has agreed to purchase from Assignor, certain assets of Assignor, including the Trademarks, free and clear of all liens and encumbrances;

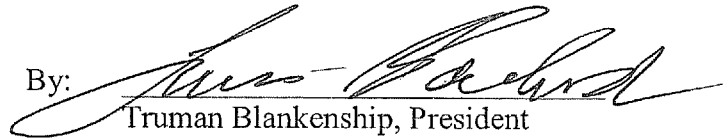
NOW, THEREFORE, in accordance with the Purchase Agreement, Assignor does hereby assign, transfer and convey to Assignee all of Assignor's rights, title or interest in the Trademarks and their registration (or application therefor), together with all of the goodwill of Assignor's business related to, associated with, connected with the use of or symbolized by the Trademarks.

This Assignment, being further documentation of the sales, conveyances, assignments and transfers provided for in the Purchase Agreement, does not limit the rights or obligations therein provided. No representations and warranties, or indemnification agreements with respect thereto, are made in this Assignment but instead are expressly disclaimed, it being understood and agreed that all of the rights of Buyer vis-a-vis Seller with respect to the Acquired Assets are governed by the Purchase Agreement.

[Signature page follows.]

ASSIGNOR:

TEXAS SADDLEBAGS, INC., a Delaware corporation

By: 
Truman Blankenship, President

THE STATE OF TEXAS

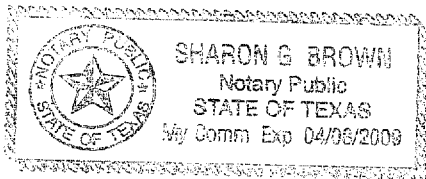
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COUNTY OF TARRANT

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This instrument was acknowledged before me on the 29th day of September, 2008, by Truman Blankenship, President of Texas Saddlebags, Inc., a Delaware corporation, known to me to be the person who executed this Assignment in the capacity and for the purposes therein stated.




Notary Public, State of Texas

ASSIGNEE:

TSI ACQUISITION, INC., a Texas corporation

By: 
John H. Ehlert, President

THE STATE OF TEXAS

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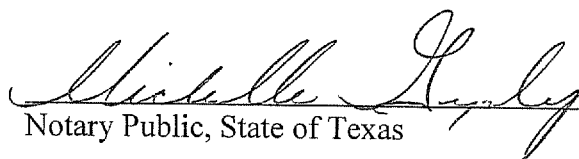
COUNTY OF DALLAS

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This instrument was acknowledged before me on the 22nd day of September, 2008, by John H. Ehlert, President of TSI Acquisition, Inc., a Texas corporation, known to me to be the person who executed this Assignment in the capacity and for the purposes therein stated.




Notary Public, State of Texas