

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Starline Dealers Association, Inc.		11/21/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	National Distribution & Contracting, Inc.		
<b>Street Address:</b>	402 BNA Drive, Suite 500		
<b>City:</b>	Nashville		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	37217		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2214623	STARLINE	
Registration Number:	2245642	STARLINE	
Registration Number:	2142027	STARLINE	
Registration Number:	2236639	STARTEX	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(423)785-8480		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	4237858295		
<b>Email:</b>	pliner@millermartin.com		
<b>Correspondent Name:</b>	Patricia P. Liner		
<b>Address Line 1:</b>	832 Georgia Avenue		
<b>Address Line 2:</b>	Suite 1000 Volunteer Building		
<b>Address Line 4:</b>	Chattanooga, TENNESSEE 37402-2289		
<b>ATTORNEY DOCKET NUMBER:</b>	50602-0001		
<b>NAME OF SUBMITTER:</b>	Patricia P. Liner		

**CH \$115.00 2214623**

Signature:

/Patricia P. Liner/

Date:

12/08/2008

Total Attachments: 2

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**TRADEMARK ASSIGNMENT**

WHEREAS, Starline Dealers Association, Inc., a wholly owned subsidiary of National Distribution & Contracting, Inc., and a Delaware corporation, with a business address 402 BNA Drive, Suite 500, Nashville, Tennessee 37217 (Assignor"), has adopted and used the trademarks set forth on Schedule A attached hereto and is the owner of the marks and goodwill associated therewith; and

WHEREAS, National Distribution & Contracting, Inc., a Delaware corporation, with a business address of 402 BNA Drive, Suite 500, Nashville, Tennessee 37217 ("Assignee"), is desirous of acquiring said trademarks and the goodwill associated therewith.

NOW THEREOF, for the sum of ONE DOLLAR (\$1.00) in hand paid from Assignee to Assignor, the receipt of which is hereby acknowledged by Assignor, Assignor by these presents does hereby sell, transfer, convey and assign unto said Assignee all right, title and interest in and to the Trademarks set forth on Schedule A attached thereto, together with the goodwill of the business symbolized by the marks, and all federal and state registrations and applications therefor in the United States of America, and the right to recover for any past infringements of said trademarks.

Starline Dealers Association, Inc.

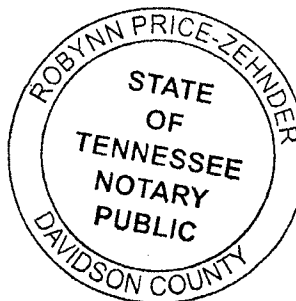
J. Scott Craighead  
Name: J. Scott Craighead  
Title: CEO

Sworn and subscribed before me this

21 day of November, 2008.

Robynn Price-Zehnder  
Notary Public

My commission expires:



COMMISSION EXPIRES 5-23-2009

TRADEMARK

REEL: 003898 FRAME: 0921

SCHEDULE A

<b>Trademark</b>	<b>Registration No.</b>	<b>Registration Date</b>
STARLINE	2,214,623	12/29/1998
STARLINE	2,245,642	5/18/1999
STARLINE & Design	2,142,027	3/10/1998
STARTEX	2,236,639	4/6/1999

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