

11-05-2010



Form PTO-1594 (Rev 01-09) OMB Collection 0651-0027 (exp 02/28/11)

U S DEPARTMENT OF COMMERCE United States Patent and Trademark Office

103610697

REGISTRATION FORM COVER SHEET TRADEMARKS ONLY

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

11/05/10

1. Name of conveying party(ies):

REPUBLIC OF NAPA, INC

- Individual(s), Association, General Partnership, Limited Partnership, Corporation- State: NEVADA, Other

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: BISON CAPITAL, LLC

Internal Address:

Street Address 735 E VENICE AVENUE, SUITE 205

City VENICE

State FLORIDA

Country US Zip 34285

- Association, General Partnership, Limited Partnership, Corporation, Other LLC

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

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

Execution Date(s) OCTOBER 20, 2010

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

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)

3,011,867

Additional sheet(s) attached? Yes No

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

KUHL

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

Name: GREG BETTERTON

Internal Address

Street Address 735 E VENICE AVENUE, SUITE 205

City VENICE

State FLORIDA Zip 34285

Phone Number 941-488-4422

Fax Number 941-483-4992

Email Address: GREG@BETTERTONLAW.COM

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

- Authorized to be charged to deposit account, Enclosed

8. Payment Information:

11/05/2010 DTIMBERL 00000016 3011867

Deposit Account Number

Authorized User Name

9. Signature:

Handwritten signature of Greg A. Betterton

Signature

11/2/10

Date

Greg A. Betterton

Name of Person Signing

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

2

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

TRADEMARK REEL: 004401 FRAME: 0042

TRADEMARK ASSIGNMENT AGREEMENT

ASSIGNMENT OF MARKS, REGISTRATIONS AND APPLICATIONS

REPUBLIC OF NAPA, INC., a corporation organized under the laws of the State of Nevada ("Republic of Napa") owns the trademark, KÜHL (3,011,867) ("Trademark"), and has made a determination to allow, BISON CAPITAL, LLC, a limited liability company organized under the laws of the State of Florida with an address of 735 E Venice Avenue, Suite 205, Venice, FL 34285 ("Bison Capital") to continue to conduct business operations with this Trademark;

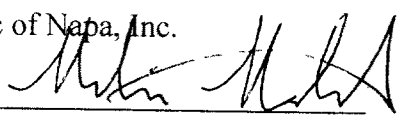
Republic of Napa wishes to assign the Trademark and all goodwill therein to Bison Capital.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Republic of Napa does hereby assign, effective as of October 20, 2010, to Bison Capital all right, title and interest in and to the Trademark, together with all of the goodwill of the business symbolized by the Trademark

Date: October 20, 2010

Republic of Napa, Inc.

By:

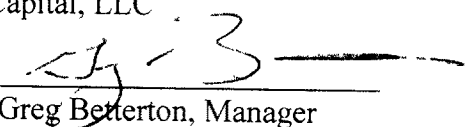

Shahin Shahabi, President

Dated:

10/30/, 2010

Bison Capital, LLC

By:


Greg Betterton, Manager

Dated:

October 20, 2010