

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
Almell, Ltd.		01/12/2011	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	American International Industries		
Composed Of:	COMPOSED OF GLAMOUR INDUSTRIES CO., A CALIFORNIA CORPORATION; ARYZ CORP., A CALIFORNIA CORPORATION; ERX CORP., A CALIFORNIA CORPORATION; SRYZ CORP., A CALIFORNIA CORPORATION; AND RAZY PROPERTIES, INC., A CALIFORNIA CORPORATION		
Street Address:	2220 Gaspar Avenue		
City:	Commerce		
State/Country:	CALIFORNIA		
Postal Code:	90040		
Entity Type:	PARTNERSHIP: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1979279	POSHE'	
CORRESPONDENCE DATA			
Fax Number:	(310)998-9109		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3109989100		
Email:	tm@conklelaw.com		
Correspondent Name:	Mark D. Kremer		
Address Line 1:	3130 Wilshire Blvd		
Address Line 2:	Suite 500		
Address Line 4:	Santa Monica, CALIFORNIA 90403		
ATTORNEY DOCKET NUMBER:	0067.180		

CH \$40.00 1979279

900184090

**TRADEMARK
 REEL: 004477 FRAME: 0378**

NAME OF SUBMITTER:	Mark D. Kremer
Signature:	/mdk/
Date:	02/11/2011
Total Attachments: 6 source=Almell Ltd Trademark Assignment Cover Sheet#page1.tif source=2011-01-12 Almell Ltd Assignment Fully Executed#page1.tif source=2011-01-12 Almell Ltd Assignment Fully Executed#page2.tif source=2011-01-12 Almell Ltd Assignment Fully Executed#page3.tif source=2011-01-12 Almell Ltd Assignment Fully Executed#page4.tif source=2011-01-12 Almell Ltd Assignment Fully Executed#page5.tif	

ASSIGNMENT OF TRADEMARKS

Whereas, Almell, Ltd. ("Assignor") a Texas General Partnership whose address is P.O. Box 701559, Dallas, Texas 75370, is the owner of the trademarks, domain names and Registrations thereof, listed on Attachment A (collectively, the "Trademarks").

Whereas, American International Industries. ("Assignee"), a California general partnership, whose address is 2220 Gaspar Avenue, Los Angeles, California, 90046, wishes to acquire all the right, title and interest to said Trademarks, and registrations thereof, together with all goodwill pertaining thereto.

THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor assigns the Trademarks to Assignee as follows:

1. GRANT OF RIGHTS:

Assignor irrevocably grants, sells, transfers, assigns and delivers to Assignee, all right, title and interest of every kind and character throughout the world that it has, if any, in and to the Trademarks and the goodwill of the business pertaining thereto, including the right to and all claims for past damages, it being acknowledged and understood that it is the intention of this assignment to confer upon Assignee, Assignor's full and complete title to and ownership of the Trademarks, for their life, or any term allowed by law, of every jurisdiction.

2. WARRANTIES: Assignor represent and warrant:

2.1 Assignor is the owner of the Trademarks free and clear of any lien, encumbrance, claim or challenge.

3. RIGHTS AND OBLIGATIONS:

3.1 Assignor agrees to execute and deliver, or cause to be executed and delivered, to Assignee or any purchaser of the Trademarks from Assignee, any and all documents and instruments, in form and substance reasonably satisfactory to Assignee and its counsel, necessary or useful to effect and complete the transfer, grant or sale to Assignee of all rights or property acquired or intended to be acquired by Assignee under this Assignment.

IN WITNESS WHEREOF, each party has agreed to and executed this Assignment as of January 12, 2011.

ASSIGNOR:

Almell, Ltd.

By: 

Scott A. Albers, President
Almell Products, Inc., General Partner

ASSIGNEE:

American International Industries

By: 

Zvi Ryzman, President
Glamour Industries Co., General Partner

0067.180\9991

TRADEMARK
REEL: 004477 FRAME: 0381

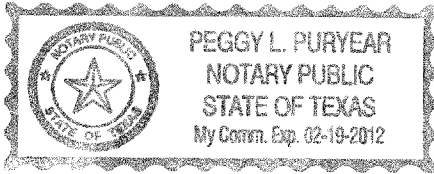
SCHEDULE A

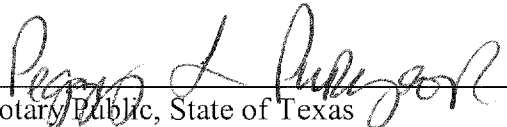
1. United States Registration 1979279 POSHE'
2. Canada Registration TMA492972 POSHE'
3. Mexico Registration 512305 POSHE'
4. Australia Registration 657405 POSHE' (Word Mark & Design)
5. Poshe'.com

STATE OF TEXAS §
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, on this day personally appeared Scott A. Albers, President of ALMELL PRODUCTS, INC., General Partner for ALMELL, LTD., a Texas limited partnership, known to me (or proved to me by introduction upon the oath of a person personally known to me) to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed and in the capacities therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE THIS 21st DAY OF January, 2011.




Notary Public, State of Texas

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES)

Subscribed and sworn to (or affirmed) before me on this 25 th day of January, 2011, by Zvi Ryzman, President, Glamour Industries Co., General Partner, proved to me on the basis of satisfactory evidence to be the person who appeared before me.



(Seal)

A handwritten signature in black ink, consisting of a large, stylized 'C' followed by a large 'S' and a horizontal line extending to the right.

Signature