

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 Products, Inc.		01/11/2011	CORPORATION: 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:	3429488		
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		
NAME OF SUBMITTER:	Mark D. Kremer		

CH \$40.00 3429488

Signature:	/mdk/
Date:	02/11/2011
Total Attachments: 6 source=Almell Products Inc Trademark Assignment Cover Sheet#page1.tif source=2011-01-11 Almell Products Inc Assignment Fully Executed#page1.tif source=2011-01-11 Almell Products Inc Assignment Fully Executed#page2.tif source=2011-01-11 Almell Products Inc Assignment Fully Executed#page3.tif source=2011-01-11 Almell Products Inc Assignment Fully Executed#page4.tif source=2011-01-11 Almell Products Inc Assignment Fully Executed#page5.tif	

RECORDATION 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.

1. Name of conveying party(ies):

Almell Products, Inc

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Texas
 Other _____

Citizenship (see guidelines) United States

Additional names of conveying parties attached? Yes No

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

Execution Date(s) 01/11/2011

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes
 No

Name: American International Industries

Internal

Address: _____

Street Address: 2220 Gapsar Avenue

City: Commerce

State: CA

Country: United States Zip: 90040

- Association Citizenship _____
 General Partnership Citizenship United States
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

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)

3429488

Additional sheet(s) attached? Yes No

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

The mark consists of A woman's face.

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

Name: Mark D. Kremer

Internal Address: Suite 500

Street Address: 3130 Wilshire Blvd

City: Santa Monica

State: CA Zip: 90403

Phone Number: 3109989100

Fax Number: 3109989109

Email Address: tm@conklelaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number 032665

Authorized User Name Maxwell Harwitt

9. Signature:

/MDK/

Signature

2/11/11

Date

Mark D. Kremer

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

ASSIGNMENT OF TRADEMARKS

Whereas, Almel Products, Inc. ("Assignor") a Texas corporation 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 this 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:

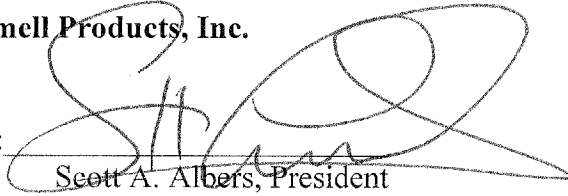
3.1 Assignor agrees to execute and deliver, or cause to be executed and delivered, to Assignee or any purchaser of the Trademarks from Assignee, any and all documents and instruments, in form and substance reasonably satisfactory to Assignee and its counsel, necessary or useful to effect and complete 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 11, 2011.

ASSIGNOR:

Almell Products, Inc.

By:

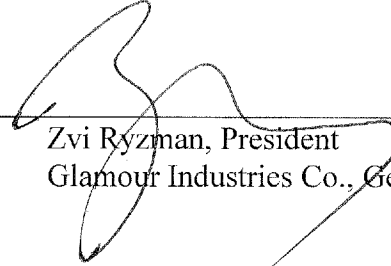


Scott A. Albers, President

ASSIGNEE:

American International Industries

By:



Zvi Ryzman, President
Glamour Industries Co., General Partner

0067.180\9990

TRADEMARK
REEL: 004477 FRAME: 0395


SCHEDULE A

1. United States Registration 3429488 (Design Only)

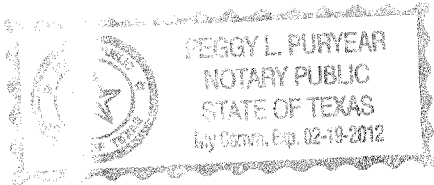
STATE OF TEXAS §
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, on this day personally appeared Scott A. Albers, President of ALMELL PRODUCTS, INC., a Texas corporation, 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, appearing to be "CS", written over a horizontal line.

Signature