

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):

The Heat Factory, Inc.

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

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

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

Execution Date(s) Sept 1 2012 Sept 1 2011

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Heat Company Inc.

Internal

Address:

Street Address: 1958 Kellogg Ave Suite 300

City: Carlsbad

State: CA

Country: USA

Zip: 92008

- Association Citizenship
- General Partnership Citizenship
- 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)

Serial # 77113979 Filing Date Feb 22, 2007

B. Trademark Registration No.(s)

1800065

Additional sheet(s) attached? Yes No

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

Eco Warmer IC 011, US 013 021 023 031 034 G&S: Chemically-activated heating packs for providing warmth to the body not for medical purposes; non-electric pocket warmers, namely, chemically-activated heating packets for warming hands, FIRST USE 20070212.

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

Name: Angelina Canning

Internal Address:

Street Address: 1958 Kellogg Ave.

City: Carlsbad

State: CA

Zip: 92008

Phone Number: 760-893-8300

Fax Number: 760-899-8301

Email Address: angelina@heatfactory.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:

Deposit Account Number

Authorized User Name

9. Signature:

Signature

Date

2-22-2012

Angelina Canning
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

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 1480, Alexandria, VA 22313-1450

OP \$40.00 180006

BILL OF SALE

In consideration of the sum of TEN THOUSAND FIVE HUNDRED AND 00/100 dollars (\$10,500.00)

 HEAT FACTORY, INC., a California corporation ("Seller"), does hereby sell, assign and transfer to THE HEAT COMPANY, a Delaware Corporation, ("Buyer") all of its right, title and interest in and to the following described

Goods:

1. URLs:

Handiheat.com; Handiheat.net; Handiheatdirect.com; Ecowarmer.com; and Staywarm.com

2. Registered Trademarks:

- i. Stay Warm
- ii. Handi Heat
- iii. Eco-Warmer

3. Catalog designs, illustrations and images

4. Inventory:

All packaging material for Stay Warm and Handi Brand Products

Seller represents and warrants that the Goods are free and clear of all encumbrances, liens and any and all legal claims;

Seller shall indemnify and hold the Buyer harmless, including attorney fees, from any and all claims by any third party to any right or interest in the Goods;

The Goods are sold As-Is and the Seller makes no warranties, express or implied, and shall not be liable for any defects whatsoever;

The undersigned represents and warrants s/he has full right and authority to execute this Bill of Sale and to affect a transfer all of Seller's right, title and interest in and to the Goods free and clear of liens or encumbrances.

Signed at Carlsbad, California, on the 1st day of September, 2011.

Seller:

HEAT FACTORY, INC.

By Chris Treptow

Title President