

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):

CDL ENTERPRISES, LTD.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation- State: CALIFORNIA
☐ 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: TUCKER-ROCKY CORPORATION, INC.

Internal

Address: _____

Street Address: 103 FOULK ROAD, SUITE 202

City: WILMINGTON

State: DELAWARE

Country USA

Zip: 19803

- ☐ Association Citizenship _____
☐ General Partnership Citizenship _____
☐ Limited Partnership Citizenship _____
☒ Corporation Citizenship DELAWARE
☐ 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)

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

Execution Date(s) MAY 15, 2012

- ☒ 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)

1803260 and 3953245

Additional sheet(s) attached? ☐ Yes ☒ No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)
T-BAGS and T-BAGS and design

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

Name: KAY LYN SCHWARTZ

Internal Address: 3000 THANKSGIVING TOWER

Street Address: 1601 ELM STREET

City: DALLAS

State: TEXAS

Zip: 75201-4761

Phone Number: 214-999-4702

Fax Number: 214-999-3623

Email Address: IP@GARDERE.COM

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 70.00

- ☐ Authorized to be charged by credit card
☒ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 07-0153

Authorized User Name KAY LYN SCHWARTZ

9. Signature:

Signature

KAY LYN SCHWARTZ

Name of Person Signing

Date

Total number of pages including cover sheet, attachments, and document: 7

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

CH \$65.00 070153 180326

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (hereinafter "*Assignment*") effective as of 12:01 a.m. May 25, 2012 (the "*Effective Date*") is by and between **CDL ENTERPRISES, LTD.**, a California corporation having an address of 1431 Sea Ridge Drive, Newport Beach, CA 92660 (hereinafter "*Assignor*"), and **TUCKER-ROCKY CORPORATION, INC.**, a Delaware corporation having an address of 103 Foulk Road, Suite 202, Wilmington, Delaware 19803 ("*Assignee*").

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademarks and trademark registrations set forth in **EXHIBIT A** incorporated herein by reference, together with all goodwill associated therewith (hereinafter the "*Trademarks*");

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of 5-4-2012 (the "*Purchase Agreement*"), pursuant to which Assignee purchased from Assignor various assets, including the Trademarks;

WHEREAS, the purpose of this document is to memorialize the asset purchase of Assignor's right, title and interest in and to the Trademarks to Assignee, in a form suitable for recording in the United States Patent and Trademark Office and foreign Patent and Trademark offices.

NOW, THEREFORE, in consideration for the foregoing premises, and for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor does assign and transfer to Assignee, all of Assignor's right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the respective Trademarks, including, but not limited to, the right to sue and collect damages for past infringement of the Trademarks, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors and assigns, as entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.

Assignor and Assignee shall execute and deliver all such further instruments, assignments, assurances and other documents, and perform such other acts, as may reasonably be required to more fully assign and convey to and vest in Assignee all rights in and to the

CALIFORNIA JURAT WITH AFFIANT STATEMENT

GOVERNMENT CODE § 8302

- ☒ See Attached Document (Notary to cross out lines 1-6 below)
☐ See Statement Below (Lines 1-6 to be completed only by document signer[s], *not* Notary)

1
2
3
4
5
6

Signature of Document Signer No. 1 _____
 Signature of Document Signer No. 2 (if any) _____

State of California

County of ORANGE

Subscribed and sworn to (or affirmed) before me

on this 15 day of MAY, 2012

by

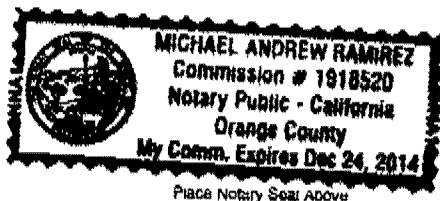
(1) TERRY E. LOVETT ASSIGNORCOL ENTERPRISES, LTD

proved to me on the basis of satisfactory evidence to be the person who appeared before me (.) (.)

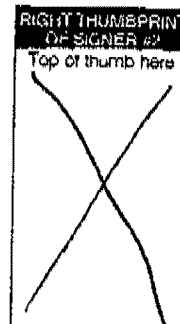
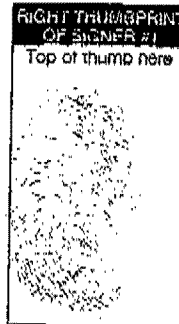
(and

(2) _____
Name of Signer

proved to me on the basis of satisfactory evidence to be the person who appeared before me.)

Signature _____
Signature of Notary Public**OPTIONAL**

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Further Description of Any Attached DocumentTitle or Type of Document: TRADEMARK ASSIGNMENTDocument Date: MAY 25, 2012 Number of Pages: 4Signer(s) Other Than Named Above: NO OTHER SIGNORS

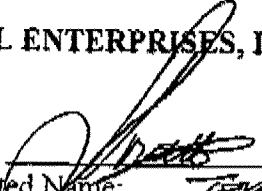
Trademarks as provided herein, including the re-execution of any document required for recordation purposes.

Assignor and Assignee may execute multiple originals of this Assignment. This Assignment may be executed in counterparts, each of which when executed shall be deemed to be an original but all of which taken together shall constitute one and the same instrument.

ASSIGNOR:

CDL ENTERPRISES, LTD.

Date: _____

By: 
 Printed Name: TERRY LOVETT
 Title: PRESIDENT

THE STATE OF _____ §
 COUNTY OF _____ §

BEFORE ME, the undersigned, a Notary Public, on this day personally appeared _____, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this _____ day of _____, 2012.

[SEAL]

 NOTARY PUBLIC, STATE OF _____

ASSIGNEE:

TUCKER-ROCKY CORPORATION, INC.

Date: 5/30/2012By: [Signature]
Printed Name: J.A. Lacy
Title: PresidentTHE STATE OF Indiana §
COUNTY OF Marion §

BEFORE ME, the undersigned, a Notary Public, on this day personally appeared J.A. Lacy, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 30th day of May, 2012.



[Signature]
NOTARY PUBLIC, STATE OF Indiana

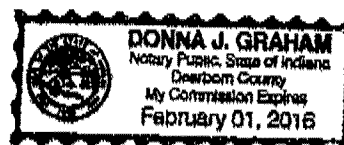






EXHIBIT A**US Trademark Registrations**

TRADEMARK	COUNTRY	REGISTRATION NO.	REGISTRATION DATE
T-BAGS	US	1803260	November 9, 1993
	US	3953245	May 3, 2011

Foreign Trademark Registrations

TRADEMARK	COUNTRY	REGISTRATION NO.	REGISTRATION DATE
T-BAGS	Australia	1177251	November 4, 2009
T-BAGS	Canada	TMA566879	September 4, 2002
	Canada	TMA800375	June 21, 2011
T-BAGS	China	5485520	September 7, 2009
	China	5485521	January 14, 2011
T-BAGS	CTM	001838598	October 22, 2001
	CTM	005857594	August 4, 2010