

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM312463

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
RESUBMIT DOCUMENT ID:	900295869

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Tomcar India Private Limited		06/01/2014	COMPANY: INDIA

RECEIVING PARTY DATA

Name:	Ram Zarchi
Street Address:	6915 East Quail Run Rd.
City:	Paradise Valley
State/Country:	ARIZONA
Postal Code:	85253
Entity Type:	INDIVIDUAL: ISRAEL

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	3373998	TOMCAR
Registration Number:	3850775	TOMCAR
Registration Number:	3845881	TOMCAR ANYWHERE AND BACK
Registration Number:	3845871	TOMCAR
Registration Number:	3761770	
Registration Number:	3951309	T
Registration Number:	3764715	ANYWHERE AND BACK
Registration Number:	3990459	TM2
Registration Number:	3990460	TM4
Registration Number:	3990461	TM5

CORRESPONDENCE DATA

Fax Number: 7275383820

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 727.538.3800

Email: mason@masonlawip.com

Correspondent Name: Anne S. Mason

Address Line 1: 11399 16th Court North, Suite 100

Address Line 4: St. Petersburg, FLORIDA 33716

TRADEMARK

ATTORNEY DOCKET NUMBER:	4153.001
NAME OF SUBMITTER:	Anne S. Mason
SIGNATURE:	/ASM-4153/
DATE SIGNED:	07/31/2014

Total Attachments: 6

source=Resubmission Attachment_Cover Sheet-Deed-Letter#page1.tif

source=Resubmission Attachment_Cover Sheet-Deed-Letter#page2.tif

source=Resubmission Attachment_Cover Sheet-Deed-Letter#page3.tif

source=Resubmission Attachment_Cover Sheet-Deed-Letter#page4.tif

source=Resubmission Attachment_Cover Sheet-Deed-Letter#page5.tif

source=Resubmission Attachment_Cover Sheet-Deed-Letter#page6.tif

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM311466

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tomcar India Private Limited		06/01/2014	COMPANY: INDIA
RECEIVING PARTY DATA			
Name:	Ram Zarchi		
Street Address:	6915 East Quail Run Rd.		
City:	Paradise Valley		
State/Country:	ARIZONA		
Postal Code:	85253		
Entity Type:	INDIVIDUAL: UNITED STATES		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	3373998	TOMCAR	
Registration Number:	3850775	TOMCAR	
Registration Number:	3845881	TOMCAR ANYWHERE AND BACK	
Registration Number:	3845871	TOMCAR	
Registration Number:	3761770		
Registration Number:	3951309	T	
Registration Number:	3764715	ANYWHERE AND BACK	
Registration Number:	3990459	TM2	
Registration Number:	3990460	TM4	
Registration Number:	3990461	TM5	
CORRESPONDENCE DATA			
Fax Number:	7275383820		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	727.538.3800		
Email:	mason@masonlawip.com		
Correspondent Name:	Anne S. Mason		
Address Line 1:	11399 16th Court North, Suite 100		
Address Line 4:	St. Petersburg, FLORIDA 33716		
ATTORNEY DOCKET NUMBER:	4153.001		

OP 5265.00 3373998

DEED OF ASSIGNMENT

THIS DEED OF ASSIGNMENT (the "Assignment Deed") is made effective from ____ day of June, 2014

BY AND BETWEEN:

Tomcar India Private Limited, a company incorporated under the laws of India, having its registered office at No.38, Maini Sadan, 7th Cross, Lavelle Road, Bangalore 560001, Karnataka, India No.38 (hereinafter referred to as the "Assignor" which term unless repugnant to the context and subject shall mean and include its successors-in-interest and permitted assigns), of the **FIRST PART**.

AND

Ram Zarchi, 6915 East Quail Run Rd., Paradise Valley, AZ 85253 (hereinafter referred to as the "Assignee", which term unless repugnant to the context and subject shall mean and include his successors-in-interest and permitted assigns), of the **SECOND PART**.

The Assignor and the Assignee are hereinafter also individually and collectively referred to as "Party" and "Parties", respectively.

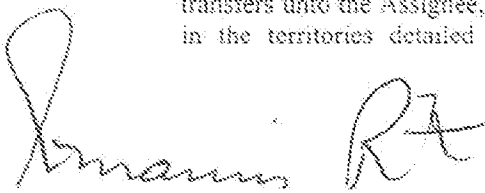
WHEREAS:

- A. The Assignor is a corporation engaged in the business of manufacturing off road vehicles for both private and commercial usage, under the name and brand of "TOMCAR";
- B. The Assignor is the proprietor of the various intellectual property owned by it in the territories, as mentioned in further detail under **Schedule 1** of this Deed of Assignment (hereinafter collectively referred to as "IP"), which it uses in connection with or in course of its business activity as mentioned under **Recital A**;
- C. The Parties have agreed to execute this Assignment Deed for the Assignor to transfer and assign all ownership rights, title and interests in the IP, in the designated territories as detailed in **Schedule 1** hereof, perpetuity, to the Assignee and also towards facilitating recordal of the said assignment before the relevant regulatory authorities; and
- D. The Parties hereby wish to record in writing their understanding as under:

NOW, THEREFORE, in consideration of the premises and mutual covenants, promises, agreements and provisions set forth hereinafter, the Parties hereto agree as follows:

1. ASSIGNMENT

- 1.1 For a consideration, receipt and sufficiency of which is hereby acknowledged by the Assignor, the Assignor hereby sells, assigns and transfers unto the Assignee, its entire right, title and interest in and to the IP in the territories detailed in **Schedule 1** hereof, together with all the

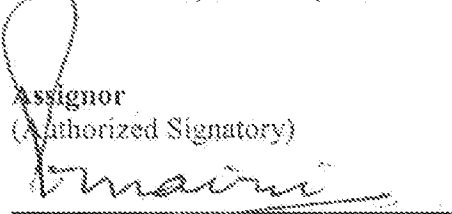


legal substance of the transactions contemplated hereby are not affected in any manner materially adverse to any Party hereto. Upon such determination that any term or other provision is invalid, illegal or incapable of being enforced, the Parties hereto shall negotiate in good faith to modify this Assignment Deed so as to effect the original intent of the Parties as closely as possible in a mutually acceptable manner in order that the transactions contemplated hereby be consummated as originally contemplated to the greatest extent possible.

4.4 **Further Assurances:** In connection with this Assignment Deed and all transactions contemplated herein, each Party hereto agrees to execute and deliver such additional documents and to perform such additional actions as may be necessary, appropriate or reasonably requested to carry out or evidence the transactions contemplated herein.

4.5 **Counterparts:** This Assignment Deed may be executed in several counterparts, each of which counterparts shall be deemed an original and all of which together shall constitute a single instrument.

IN WITNESS WHEREOF the Parties hereto have executed this Assignment Deed on the day and the year hereinabove written.

Assignor
(Authorized Signatory)


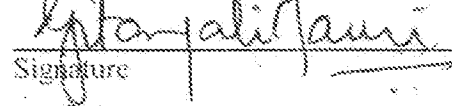
Signature

Soudeep Mairu

Name

TOMCAR INDIA PVT LTD

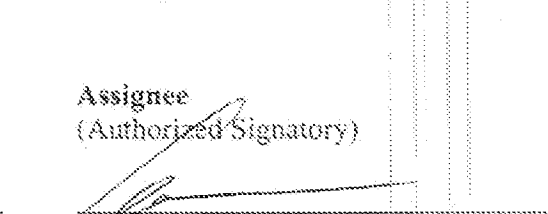
Witness



Signature

GITANSALI MAIRU

Name

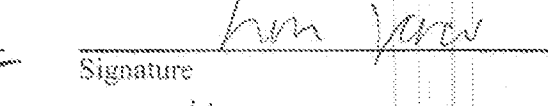
Assignee
(Authorized Signatory)


Signature

RAM ZARCHI

Name

Witness






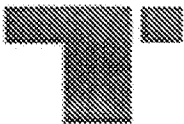


Signature

HAIM YANAI

Name

SCHEDULE A
Description of Intellectual Property

<u>Jurisdiction</u>	<u>Trade Mark</u>	<u>Applicant</u>	<u>Registration No.</u>	<u>Status</u>
Israel	TOMCAR	Tomcar, Israel	229132	Trade Mark Registered
Israel		Tomcar, Israel	229133	Trade Mark Registered
USA	TOMCAR (word mark)	Tomcar, USA	3373998	Trade Mark Registered
USA		Tomcar, Israel	3850775	Trade Mark Registered
USA		Tomcar, Israel	3845881	Trade Mark Registered
USA		Tomcar, Israel	3845871	Trade Mark Registered
USA		Tomcar, Israel	3761770	Trade Mark Registered
USA		Tomcar, Israel	3951309	Trade Mark Registered
USA	ANYWHERE AND BACK	Tomcar, Israel	3764715	Trade Mark Registered
USA	TM2	Tomcar, Israel	3990459	Trade Mark Registered
USA	TM4	Tomcar, Israel	3990460	Trade Mark Registered
USA	TM5	Tomcar, Israel	3990461	Trade Mark Registered
All other countries in North and South America	"Tomcar"			Unregistered

