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
Central Purchasing, LLC		01/19/2011	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	Harbor Freight Tools USA, Inc.
Street Address:	26541 Agoura Road
City:	Calabasas
State/Country:	CALIFORNIA
Postal Code:	91302
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 66

Property Type	Number	Word Mark
Registration Number:	3072727	AMERICA'S FAVORITE TOOL STORE
Registration Number:	1351733	BIG TOP
Registration Number:	2191713	BUMBLE BEE
Registration Number:	3391325	BUNKER HILL SAFES
Registration Number:	3391324	BUNKER HILL SECURITY
Registration Number:	3057400	BUNKER HILL SECURITY PRODUCTS
Registration Number:	3274234	CEN-TECH
Registration Number:	1281579	CENTRAL FLEX
Registration Number:	3638843	CENTRAL FORGE
Registration Number:	3271569	CENTRAL MACHINERY
Registration Number:	3044780	CENTRAL MACHINERY
Registration Number:	3316735	CENTRAL MACHINERY
Registration Number:	1623254	CENTRAL PNEUMATIC
Registration Number:	1564171	CENTRAL PNEUMATIC

CH $1665.00 3072727

Registration Number:	1317682	CF CENTRAL FORGE
Registration Number:	1307657	CH CENTRAL HYDRAULICS
Registration Number:	1306584	CHICAGO ELECTRIC
Registration Number:	1264742	CPI CENTRAL PNEUMATIC TOOL
Registration Number:	2414392	DIAMOND LIFE
Registration Number:	2195090	DIAMOND LIFE
Registration Number:	1280530	DM DRILLMASTER
Registration Number:	2437230	ESSEX BRASS
Registration Number:	2471426	ESSEX BRASS
Registration Number:	2435405	ESSEX BRASS
Registration Number:	2420638	ESSEX BRASS
Registration Number:	2566695	ESSEX BRASS
Registration Number:	2142233	FISHERMAN'S HABIT
Registration Number:	3588309	GREYHOUND
Registration Number:	2394977	HARBOR FREIGHT
Registration Number:	1530291	HARBOR FREIGHT
Registration Number:	2403471	HARBOR FREIGHT
Registration Number:	2264787	HARBOR FREIGHT TOOLS
Registration Number:	2262968	HARBOR FREIGHT TOOLS
Registration Number:	1558534	HARBOR FREIGHT TOOLS
Registration Number:	2438888	HARBOR FREIGHT TOOLS USA
Registration Number:	2476123	HARBOR FREIGHT TOOLS USA
Registration Number:	2441298	HARBOR FREIGHT USA
Registration Number:	2574045	HARBOR FREIGHT USA
Registration Number:	2397649	HARBORFREIGHT.COM
Registration Number:	2372871	HARBORFREIGHTTOOLS.COM
Serial Number:	78468153	HAUL-MASTER
Registration Number:	3380100	H-M
Registration Number:	3380099	H-M
Registration Number:	3217190	IGNITION TRAK
Registration Number:	1464950	"INSIDE TRACK" CLUB
Registration Number:	2803910	LIFETIME CARBIDE
Registration Number:	2976715	LIFETIME CARBIDE
Registration Number:	1005236	LIFETIME CARBIDE SAWS
Registration Number:	1340028	NUT AND BOLT STOREHOUSE

Registration Number:	2467936	ONE STOP GARDENS
Registration Number:	3755204	OOZE
Registration Number:	3577480	OOZE
Registration Number:	3385236	PACIFIC HYDROSTAR
Serial Number:	77430501	PACIFIC OUTDOOR
Registration Number:	1392153	PF PITTSBURGH FORGE
Registration Number:	1337579	PITTSBURGH
Registration Number:	1898834	PRO-KART PK
Registration Number:	3097647	PUTTY CHASER
Registration Number:	2779361	RAPID PUMP
Registration Number:	3554621	RS ROAD SHOCK
Registration Number:	2946255	STOREHOUSE
Registration Number:	3206727	THUNDERBOLT MAGNUM
Registration Number:	2710979	U.S. GENERAL
Registration Number:	2807202	U.S. GENERAL
Registration Number:	2807203	U.S. GENERAL
Registration Number:	2163466	WD WINDSOR DESIGN

CORRESPONDENCE DATA

Fax Number: (212)643-6500

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-643-7000

Email: pto@sillscummis.com

Correspondent Name: Sills Cummis & Gross P.C.

Address Line 1: One Rockefeller Plaza

Address Line 2: 25th Floor, IP Dept., Docketing

Address Line 4: New York, NEW YORK 10020

ATTORNEY DOCKET NUMBER:	12130001.000104
NAME OF SUBMITTER:	Edward Longobardi
Signature:	/Edward Longobardi/
Date:	01/24/2011

Total Attachments: 5

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TRADEMARK ASSIGNMENT

This Trademark Assignment is between Central Purchasing, LLC, a California limited liability company with an address of 26541 Agoura Road, Calabasas, California 91302 ("ASSIGNOR"), and Harbor Freight Tools USA, Inc., a Delaware corporation having a place of business at 26541 Agoura Road, Calabasas, California 91302 ("ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of all of the right, title and interest in and to the trademarks, service marks and trade names set forth in the trademark applications and registrations identified in Schedule A hereto (collectively, the "Marks") and all of the goodwill associated with the Marks, and desires to assign, transfer and sell to ASSIGNEE the Marks, all of the goodwill associated therewith and the portion of its business connected to the Marks; and

WHEREAS, ASSIGNEE is desirous of acquiring, as successor to the business of ASSIGNOR, ASSIGNOR'S entire right, title and interest in and to the Marks, all of the goodwill associated therewith and the portion of ASSIGNOR'S business connected with the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby mutually acknowledged, ASSIGNOR hereby assigns, transfers and sells to ASSIGNEE, its successors, and assigns, ASSIGNOR'S entire right, title and interest in and to the Marks, the goodwill associated therewith, the portion of ASSIGNOR'S business connected with the Marks, any and all trademark, service mark and trade name registrations and applications therefor, any renewals thereof, all income, royalties, damages, and payments now or hereafter due or payable with respect to the Marks, all causes of action (in law and/or equity) and the right to sue, counterclaim, and recover for past, present, and future infringement, misappropriation, or dilution of the rights assigned to ASSIGNEE hereunder, and all rights,

including the goodwill, corresponding thereto throughout the respective countries where ASSIGNOR holds rights in the Marks.

ASSIGNOR agrees to immediately cease using the Marks and further agrees, without further consideration, to cause to be performed such lawful acts and to execute such further documents regarding the rights assigned, transferred and sold herein, as reasonably requested by ASSIGNEE or its successors or assigns.

WHEREFORE, ASSIGNOR has duly executed this Trademark Assignment on the date indicated below.

CENTRAL PURCHASING, LLC

By: _____
Name: ROBERT RENE
Title: CHIEF OPERATING OFFICER

STATE OF CALIFORNIA)
) SS.:
COUNTY OF LOS ANGELES) See Attached CA Jurat

On this ___day of January, 2011, before me came _____, who being by me duly sworn, did depose and say to me that he is the _____ of Central Purchasing, LLC; and that he signed his name hereto by authority of the members of said limited liability company.

_____
Notary Public

TRADEMARK
REEL: 004459 FRAME: 0347

JURAT

State of California

County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 19 day of January, 2011, by ROBERT RENE, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

CAROL S. REED
Commission # 1787666
Notary Public - California
Ventura County
My Comm. Expires Jan 26, 2012

(seal)

Signature Carol S. Reed

SCHEDULE A

Mark	Registration/ Application No.
AMERICA'S FAVORITE TOOL STORE	3,072,727
BIG TOP	1,351,733
BUMBLE BEE & Design	2,191,713
BUNKER HILL SAFES	3,391,325
BUNKER HILL SECURITY	3,391,324
BUNKER HILL SECURITY PRODUCTS & Design	3,057,400
CEN-TECH	3,274,234
CENTRAL FLEX	1,281,579
CENTRAL FORGE	3,638,843
CENTRAL MACHINERY	3,271,569
CENTRAL MACHINERY	3,044,780
CENTRAL MACHINERY	3,316,735
CENTRAL PNEUMATIC & Design	1,623,254
CENTRAL PNEUMATIC & Design	1,564,171
CF CENTRAL FORGE	1,317,682
CH CENTRAL HYDRAULICS & Design	1,307,657
CHICAGO ELECTRIC	1,306,584
CPI CENTRAL PNEUMATIC TOOL & Design	1,264,742
DIAMOND LIFE	2,414,392
DIAMOND LIFE	2,195,090
DM DRILLMASTER	1,280,530
ESSEX BRASS	2,437,230
ESSEX BRASS	2,471,426
ESSEX BRASS	2,435,405
ESSEX BRASS	2,420,638
ESSEX BRASS	2,566,695
FISHERMAN'S HABIT	2,142,233
GREYHOUND	3,588,309
HARBOR FREIGHT	2,394,977
HARBOR FREIGHT & Design	1,530,291
HARBOR FREIGHT & Design	2,403,471
HARBOR FREIGHT TOOLS	2,264,787
HARBOR FREIGHT TOOLS & Design	2,262,968
HARBOR FREIGHT TOOLS & Design	1,558,534
HARBOR FREIGHT TOOLS USA	2,438,888
HARBOR FREIGHT TOOLS USA & Design	2,476,123
HARBOR FREIGHT USA	2,441,298
HARBOR FREIGHT USA & Design	2,574,045
HARBORFREIGHT.COM & Design	2,397,649

TRADEMARK
REEL: 004459 FRAME: 0349

Mark	Registration/ Application No.
HARBORFREIGHTTOOLS.COM & Design	2,372,871
HAUL-MASTER	78/468,153
H-M & Design	3,380,100
H-M & Design	3,380,099
IGNITION TRAK	3,217,190
"INSIDE TRACK" CLUB	1,464,950
LIFETIME CARBIDE & Design	2,803,910
LIFETIME CARBIDE & Design	2,976,715
LIFETIME CARBIDE SAWS & Design	1,005,236
NUT AND BOLT STOREHOUSE	1,340,028
ONE STOP GARDENS	2,467,936
OOZE	3,755,204
OOZE	3,577,480
PACIFIC HYDROSTAR	3,385,236
PACIFIC OUTDOOR	77/430,501
PF PITTSBURGH FORGE	1,392,153
PITTSBURGH & Design	1,337,579
PRO-KART PK	1,898,834
PUTTY CHASER	3,097,647
RAPID PUMP	2,779,361
RS ROAD SHOCK & Design	3,554,621
STOREHOUSE	2,946,255
THUNDERBOLT MAGNUM	3,206,727
U.S. GENERAL	2,710,979
U.S. GENERAL	2,807,202
U.S. GENERAL & Design	2,807,203
WD WINDSOR Design Logo	2,163,466