

TRADEMARK ASSIGNMENT

ASSIGNMENT made this 1st day of October 1998 between Industrial Tire Products, Inc. (the "Assignor"), a California corporation with an office located at 1911 S. Proforma Avenue, Ontario, CA 91761, and Carlisle Management Company (the "Assignee"), a Delaware corporation with an office located at 250 S. Clinton Street, Suite 201, Syracuse, NY 13202.

WHEREAS, the Assignor has applied for U.S. trademark BLACKWATER, serial no. 75/317,652 (Exhibit A). Assignor is the sole owner of such trademark application and all rights in or related to the same (collectively referred to as the "Trademark"); and the Assignor desires to transfer and assign, and the Assignee desires to obtain all of the Assignor's right, title and interest in and to the Trademark.

NOW, THEREFORE, in consideration of the forgoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby grants, sells, assigns, transfers and sets over to the Assignee, its successors and assigns forever, all of the Assignor's right, title and interest in and to the Trademark, and the goodwill symbolized by the mark, including the right to sue for past, present, or future infringement of the mark, and all rights corresponding thereto throughout the world, the same to be held and enjoyed by the Assignee, its successors, and assigns, for its own use and on behalf of and for it and its successors and assigns, as fully and entirely as the same would have been held by the Assignor had this Assignment not been made.

IN WITNESS WHEREOF, the undersigned has hereunto affixed its signature.

Industrial Tire Products, Inc.

By: Larry Featherston
Larry Featherston, Chairman

EXHIBIT A

UNITED STATES TRADEMARK

APPLICATION

<u>Trademark</u>	<u>Class</u>	<u>Serial No.</u>	<u>File Date</u>
BLACKWATER	12	75/317,652	7/1/97

sjf\forms\ciw\tp\trademark.itp

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
) SS:
COUNTY OF ORANGE)

On October 1, 1998 before me, the undersigned notary public, personally appeared

Larry Featherston,
NAME(S) OF SIGNER(S)

personally known to me -OR- proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity, and that by his/her/their signature(s) on the instrument the person(s) or the entity/ies upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Catherine E. Paquete
SIGNATURE OF NOTARY



OPTIONAL SECTION

CAPACITY CLAIMED BY SIGNER
Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
Chairman
TITLE(S)
- PARTNER(S)
 - LIMITED
 - GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

OPTIONAL SECTION

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

TITLE OR TYPE OF DOCUMENT _____
Trademark Assignment

NUMBER OF PAGES _____

DATE OF DOCUMENT September, 1998

SIGNER(S) OTHER THAN NAMED ABOVE

