

MCA 7.12.98
11-10-1998

07-27-1998



R 11/5/98

100777452

To the Honor

100874504

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Ed Tucker Distributor, Inc. d/b/a
Tucker-Rocky Distributing
1775 Hurd Drive
Irving, TX 75038

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Texas
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Tucker-Rocky Corporation
Internal Address: _____
Street Address: 900 Market Street, Suite 200
City Wilmington State DE ZIP 19801

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-Delaware
 Other _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: _____
Execution Date: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment).
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
See Attached Schedule A

B. Trademark registration No.(s)
1,252,102

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Kay Lyn Schwartz
Internal Address: Gardere & Wynne, L.L.P.
Street Address: 1601 Elm St., Suite 3000
City Dallas State TX ZIP 75201

6. Total number of applications and registrations involved:
7. Total fee (37 CFR 3.41) \$ 890.00
 Enclosed
Authorized to be charged to deposit account.
8. Deposit account number: 070153
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

KAY LYN SCHWARTZ Kay Schwartz July 8, 1998
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

07/27/1998 TTM11 00000774 1252102 44. 48 150. 48

SCHEDULE "A"

MARK:	DATE OF REGISTRATION:	REGISTRATION NO.
SYSTEM 6	10-01-98	75/562,719
PRO PIVOT	10-01-98	75/562,275
RAGE	10-01-98	75/562,433
GOLD MEDAL	10-01-98	75/562,282
COLD PRO	10-01-98	75/562,717
ENDURO PRO	10-01-98	75/562,276
BLITZ	10-01-98	75/562,281
LITE-NING PRO	10-01-98	75/562,280
PAK-JAK	10-01-98	75/562,277
PAK-PANTS	10-01-98	75/562,278
HP RACING	07-31-98	75/562,952
DUAL SPORTS PAK	10-01-98	75/562,723
LITE-NING PAK	10-01-98	75/562,724
FANTEEN	10-01-98	75/562,718
HYDRO CELL	10-01-98	75/562,279
TUBE TOTES	10-01-98	75/562,721
PROFILE GRIPS	10-01-98	75/562,722
DOMINATOR GRIPS	10-01-98	75/562,720
SLIK	05-13-98	75/484,704
SLIK	05-13-98	75/484,686
S (design)	05-13-98	75/484,678
S (design)	05-13-98	75/484,630

NUNC PRO TUNC ASSIGNMENT

WHEREAS, Assignor, Ed Tucker Distributor, Inc. d/b/a Tucker-Rocky Distributing, a corporation of the State of Texas, having a business address of 1775 Hurd Drive, Irving, Texas 75038, has adopted and used in its business the trademarks listed on Exhibit "A" and "B", attached; and

WHEREAS, Tucker-Rocky Corporation, a corporation of the State of Delaware, having a business address of 900 Market Street, Suite 200, Wilmington, Delaware 19801, is desirous of acquiring said trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor, Ed Tucker Distributor, Inc. d/b/a Tucker-Rocky Distributing, does hereby assign to the said Assignee, Tucker-Rocky Corporation, all right, title and interest in and to the trademarks listed on Exhibit "A" and "B" and the goodwill of the business symbolized thereby.

ASSIGNOR:

By: 

SCHEDULE "A"

Mark:

SYSTEM 6
PRO PIVOT
GEL CELL
RAGE
WORLD TOUR
IMPACT
GOLD MEDAL
COLD PRO
ENDURO PRO
MUD PRO
ISDE ENDURO PRO
BLITZ
LITE-NING PRO
PAK-JAK
PAK-PANTS
HP RACING
HP PRO-GP
D3 DEFLECTOR
MOTO SOXX
UNDEROOST
COLORADO SINGLE TRAK PAK
COLORADO ATTACK PAK
COLORADO 500 BACK PAK
DUAL SPORTS PAKS
CLASSIC FANNY PAK
ENDURO PAK
LITE-NING PAK
FANTEEN
HYDRO CELL
TUBE TOTES
PROFILE GRIPS
DOMINATOR GRIPS
SLIK
S (design)

SCHEDULE "B"

Mark **Registration No.**

HI-POINT 1,252,102