





**TRADEMARK ASSIGNMENT**

WHEREAS, Industry Threat, a corporation formed and operated under the laws of the state of California with a principal place of business at 815 North Nash Street, El Segundo, California 90245 ("Assignor") is the owner of the trademarks (the "Marks"), which appear in the accompanying Schedule 1.

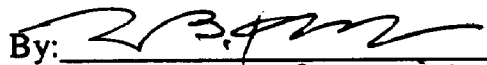
WHEREAS, Kareem Campbell, an individual domiciled in the state of California ("Assignee"), is desirous of acquiring said Marks.

NOW THEREFORE, pursuant to that certain Agreement for Purchase and Sale of Assets dated as of January 26, 2001, by and among Assignor, Assignee and Skateboard World Industries, Inc., and for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee, effective as of January 26, 2001, all right, title and interest in the United States of America and all other countries and jurisdictions of the world in and to said Marks, including common law rights and all registrations and applications for such Marks, and including the right to sue for past infringements with respect to the Marks, together with the portion of the business to which those marks pertain and the goodwill of the business symbolized by said Marks.

Assignor further agrees to cooperate with Assignee and to execute such other documents as may be necessary to record and effectuate this Assignment in any country or jurisdiction.

IN WITNESS WHEREOF, Assignor has executed this assignment as of January 26, 2001.

INDUSTRY THREAT, a California  
corporation

By:   
Name: Mark B. Kristof  
Title: CEO

# CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

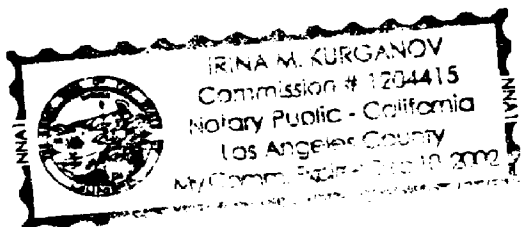
County of Los Angeles } ss.

On January 26, 2001, before me, Irina Kurganov, Notary Public  
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Mark Kristof  
Name(s) of Signer(s)

- personally known to me
- 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(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

Irina Kurganov  
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.

### Description of Attached Document

Title or Type of Document: Trademark Assignment

Document Date: 1/26/01 Number of Pages: 10

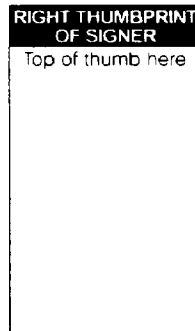
Signer(s) Other Than Named Above: \_\_\_\_\_

### Capacity(ies) Claimed by Signer

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner —  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

Signer Is Representing: \_\_\_\_\_



SCHEDULE 1

TRADEMARKS AND SERVICE MARKS

REGISTERED TRADE MARKS AND TRADEMARK APPLICATIONS

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Argentina	AXION	28		Hold
Argentina	AXION	25	2145755	Pending
Argentina	TRIANGLE DESIGN	28	1729028	Registered
Argentina	TRIANGLE DESIGN	25	1729029	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Australia	AXION	25, 28	753878	Registered
Australia	TRIANGLE DESIGN	25, 28	753879	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Benelux	AXION	18, 25, 28	632336	Registered
Benelux	TRIANGLE DESIGN	18, 25, 28	632356	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Brazil	AXION	18		Unfiled
Brazil	AXION	25 (10, 20, 60)	820522040	Published
Brazil	TRIANGLE DESIGN	25	820522058	Registered
Brazil	TRIANGLE DESIGN	18		Unfiled

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Canada	AXION	18, 25, 28		Unfiled
Canada	TRIANGLE DESIGN	18, 25, 28	515005	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
China	ACTION & DESIGN	25	1015127	Unfiled
China	AXION	25	9800012655	Pending
China	AXION	28	1278158	Registered
China	TRIANGLE DESIGN	28	1278159	Registered
China	TRIANGLE DESIGN	25	1318295	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Costa Rica	AXION DVS (Opposition)	25	093313	Opposition
Costa Rica	AXION GLOBE (Opposition)	25	093319	Opposition
Costa Rica	AXION REFLEX (Opposition)	25	093318	Opposition
Costa Rica	AXION SHORTYS (Opposition)	25	093317	Opposition
Costa Rica	AXION ZERO (Opposition)	25	093316	Opposition

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
France	AXIO (Opposition)  Owner: J.A. E. Sarl	23, 24, 25	98781208	Closed
France	AXION	25, 28	98716348	Registered
France	TRIANGLE DESIGN	25, 28	98722279	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Germany	AXION	25	39655778	Registered
Germany	TRIANGLE DESIGN	18, 25, 28	39807266	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Indonesia	AXIO (Opposition) Owner: Toekimin	25	D98-12573	Opposition
Indonesia	AXION	25	D98-05447	Pending
Indonesia	TRIANGLE DESIGN	25	436608	Registered
Indonesia	TRIANGLE DESIGN	18	436609	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Italy	AXION	25, 28	T098C000670	Pending
Italy	TRIANGLE DESIGN	25, 28	T098C000891	Pending

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Japan	AXION	25	4305901	Registered
Japan	AXION	28	14099/1998	Abandoned
Japan	MENACE	28	3278562	Registered
Japan	TRIANGLE DESIGN	25, 28	4303399	Registered



<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
South Korea	AXION	25 (Korean Class 45)	441587	Registered
South Korea	AXION	Korean Class 27	98/4824	Pending
South Korea	AXION & DESIGN	Korean Class 27	417531	Registered
South Korea	TRIANGLE DESIGN	Korean Class 27	441775	Registered
South Korea	TRIANGLE DESIGN	25 (Korean Class 45)	441588	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
New Zealand	AXION	28	288014	Registered
New Zealand	AXION	25	288015	Registered
New Zealand	TRIANGLE DESIGN	25	288013	Registered
New Zealand	TRIANGLE DESIGN	28	288012	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Spain	AXION	25	2144711	Published
Spain	AXION	28	2144712	Registered
Spain	AXION (Owned by Red Lantern Distribution)	25	2264793	Published
Spain	TRIANGLE DESIGN	28	2144714	Registered
Spain	TRIANGLE DESIGN	25	2144713	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Sweden	AXION	25, 28	98-00719	Abandoned
Sweden	TRIANGLE DESIGN	25, 28	328209	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Switzerland	AXION	25, 28	453728	Registered
Switzerland	TRIANGLE DESIGN	25, 28	454652	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
Taiwan	AXION	25	00846043	Registered
Taiwan	AXION	28	00846189	Registered
Taiwan	TRIANGLE DESIGN	28	00866083	Registered
Taiwan	TRIANGLE DESIGN	25	00850568	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
United Kingdom	AXION	25, 28	2156539	Registered
United Kingdom	TRIANGLE DESIGN	25, 28	2163037	Registered

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>CLASS</u>	<u>REGISTRATION/ APPLICATION NUMBER</u>	<u>STATUS</u>
U.S.A.	ALL CITY	25	75/349,074	Abandoned
U.S.A.	ALL CITY	28	75/363,225	Abandoned
U.S.A.	ALL CITY BOARDCO	25, 28	75/612,861	Abandoned
U.S.A.	AXION	25	2,274,754	Registered
U.S.A.	AXION	28	75/456,739	Abandoned
U.S.A.	AXION	25	2,311,160	Registered
U.S.A.	CITY STARS	25, 28	75/616,279	Published
U.S.A.	DON'T TALK ABOUT IT, BE ABOUT IT	16, 18, 25, 28	75/582,520	Published
U.S.A.	KICK AXION	25	2,038,418	Registered
U.S.A.	MNC and DESIGN	18, 25, 28	75/118,801	Abandoned
U.S.A.	TRIANGLE DESIGN	25	2,164,033	Registered
U.S.A.	TRIANGLE DESIGN	18	2,283,740	Registered
U.S.A.	TRIANGLE DESIGN	28	75/456,738	Abandoned

APPLICATION NUMBER: 75192587  
REGISTRATION NUMBER: 2274754

FILING DATE: 11/01/1996  
ISSUE DATE: 08/31/1999

MARK: AXION

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75566149  
REGISTRATION NUMBER: 2311160

FILING DATE: 10/06/1998  
ISSUE DATE: 01/25/2000

MARK: AXION

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75007790  
REGISTRATION NUMBER: 2038418

FILING DATE: 10/18/1995  
ISSUE DATE: 02/18/1997

MARK: KICK AXION

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 75301329  
REGISTRATION NUMBER: 2164033

FILING DATE: 06/02/1997  
ISSUE DATE: 06/09/1998

MARK:

DRAWING TYPE: MISCELLANEOUS DESIGN

APPLICATION NUMBER: 75300720  
REGISTRATION NUMBER: 2283740

FILING DATE: 05/30/1997  
ISSUE DATE: 10/05/1999

MARK:

DRAWING TYPE: MISCELLANEOUS DESIGN

MARY BENTON, EXAMINER  
ASSIGNMENT DIVISION  
OFFICE OF PUBLIC RECORDS



**UNITED STATES DEPARTMENT OF COMMERCE  
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER  
OF PATENTS AND TRADEMARKS  
Washington, D.C. 20231

APRIL 18, 2001

PTAS



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CHARLOTTE Y. CHEN  
555 WEST FIFTH STREET  
SUITE 3500  
LOS ANGELES, CA 90013-1024

UNITED STATES PATENT AND TRADEMARK OFFICE  
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

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RECORDATION DATE: 01/29/2001

REEL/FRAME: 002232/0037  
NUMBER OF PAGES: 11

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:  
INDUSTRY THREAT

DOC DATE: 01/26/2001  
CITIZENSHIP: CALIFORNIA  
ENTITY: CORPORATION

ASSIGNEE:  
CAMPBELL, KAREEM  
20662 HAYNES STREET  
CANOGA PARK, CALIFORNIA 91306

CITIZENSHIP: UNITED STATES  
ENTITY: INDIVIDUAL

APPLICATION NUMBER: 76616279  
REGISTRATION NUMBER:

FILING DATE:  
ISSUE DATE:

MARK:  
DRAWING TYPE:

APPLICATION NUMBER: 75582520  
REGISTRATION NUMBER:

FILING DATE: 11/04/1998  
ISSUE DATE:

MARK: DON'T TALK ABOUT IT, BE ABOUT IT  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

**RECORDED: 04/26/2001**

**TRADEMARK  
REEL: 002287 FRAME: 0058**