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Director of the U.S. Patent and Trademark Office
Box Assignments
Washington, D.C. 20231

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Attorney Docket No. MAC 16318

D 95

To the Director of the U.S. Patent and Trademark Office: Please record the attached original document or copy thereof.

1. A. Name of conveying party(ies):

Southern Electric Motor Co., Inc.

- Individuals Association
- General Partnership Limited Partnership
- Corporation-Virginia Public Limited Company
- Other _____

B. Additional name(s) of conveying party(ies) attached?

Yes No

2. A. Name and address of receiving party(ies):

Jay A. Kirkpatrick
2100 Decatur Street
Richmond, Virginia 23224

- B. Individual(s) citizenship United States of America
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Public Limited Company _____
- Other _____

C. 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)

D. Additional name(s) & address(es) attached?

Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: April 30, 2001

4. A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,119,272, for the mark MEGA-MAG

C. Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mario A. Costantino
Address: **OLIFF & BERRIDGE, PLC**
P.O. Box 19928
Alexandria, VA 22320

6. Total number of applications and registrations involved: 1

7. A. Total fee (37 CFR 3.41).....\$ 40
B. Enclosed (Check No. 118719)

8. Credit any overpayment or charge any underpayment to deposit account number 15-0461.

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

Jennifer Fraser
Typed Name of Person Signing

Signature

May 4, 2001
Date

Total number of pages including cover sheet, attachments and document: 2

05/09/2001 BYRME 00000142 2119272

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TRADEMARK
REEL: 002292 FRAME: 0365

CONFIRMATION ASSIGNMENT

WHEREAS, Southern Electric Motor Co., Inc., now known as The Mega Group Incorporated, a corporation of Virginia having its principal place of business at 2100 Decatur Street, Richmond, Virginia 23224, (hereinafter "Assignor"), is the owner of record of the mark registered with the United States Patent and Trademark Office, MEGA-MAG, Registration No. 2,119,272 dated December 9, 1997;

WHEREAS, Jay A. Kirkpatrick, a citizen of the United States and President of Southern Electric Motor Co., Inc., having an address at 2100 Decatur Street, Richmond, Virginia 23224, (hereinafter "Assignee"), is desirous of confirming ownership of the above-identified mark, together with the goodwill of the business symbolized by the mark and the aforesaid registration;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor confirms that it does hereby, assign and transfer unto Assignee all right, title and interest in and to the aforesaid MEGA-MAG mark together with the goodwill of the business connected with the use of and symbolized by the aforesaid mark, and the aforesaid Registration No. 2,119,272.

Date:

9-30-01

By:

Jay A. Kirkpatrick

Name:

Jay A. Kirkpatrick