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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)



T U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Wilson Trophy Company

4.7.03

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State (checked), Other Missouri

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

3. Nature of conveyance:

- Assignment (checked), Merger, Security Agreement, Change of Name, Other

Execution Date: 12/20/01

2. Name and address of receiving party(ies)

Name: Wilson Trophy Company of California

Internal Address:

Address:

Street Address: 1724 Fianza Avenue

City: Sacramento State: CA Zip: 95815

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State California (checked), Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No (checked)

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2051776

2234124

Additional number(s) attached Yes No (checked)

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

Name: Laurie Davis, Esq.

Internal Address:

Street Address: 4253 Mockingbird Street

City: Fair Oaks State: CA Zip: 95628

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41) \$ 80.00

- Enclosed (checked), Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

01 FC: 521 Signature. 40.00 OP
02 FC: 522 25.00 OP

Gerald Loomis, President

Signature of Gerald Loomis

04/02/03

Refund Ref: Name of Person Signing
04/08/2003 DBYRNE 0000126000

Signature

3

Date

Total number of pages including cover sheet, attachments, and document.

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

HECK Refund Total: \$15.00

TRADEMARK REEL: 002708 FRAME: 0489

NUNC PRO TUNC ASSIGNMENT OF SERVICE MARKS

This NUNC PRO TUNC ASSIGNMENT OF SERVICE MARKS (this "Assignment") is made effective as of December 20, 2001, by and between WILSON TROPHY COMPANY, a Missouri corporation ("Assignor"), and WILSON TROPHY COMPANY OF CALIFORNIA, a California corporation ("Assignee"), with regard to the following:

RECITALS

A. Pursuant to that certain Purchase Agreement dated December 20, 2001 by and among Assignor, Assignee, Deloris M. Wilson, trustee of the Deloris M. Wilson Revocable Trust u/t/a September 1, 1992 ("Trust"), Deloris M. Wilson, and Gerald and Michelle Loomis ("Purchasers") (the "Purchase Agreement"), the Trust sold to the Purchasers all of the stock of the Assignee, and immediately thereafter, Assignee purchased certain assets from Assignor, which are defined as the "Acquired Assets" in the Purchase Agreement.

B. The Acquired Assets include, without limitation, all right, title, and interest in and to the following service marks (collectively the "Service Marks") and the respective registrations issued thereon (collectively the "Registrations"):

- "WILSON TROPHY COMPANY" (U.S. 2,051,776, April 15, 1997);
- "AWARDS BY WILSON TROPHY" (U.S. 2,234,124, March 23, 1999);
- "WILSON TROPHY COMPANY" (Mo. 14,693, May 18, 1999); and
- "AWARDS BY WILSON TROPHY" (Mo. 14,669, May 18, 1999).

C. Assignor and Assignee desire to effectuate the intent of the Purchase Agreement and accordingly, evidence the transfer of Assignor's interests in and to the Service Marks and the Registrations.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor does hereby ratify and confirm Assignor's transfer and assignment to Assignee, its successors and assigns, nunc pro tunc as of December 20, 2001, of Assignor's right, title and interest in and to the Service Marks and the respective Registrations, together with all of the goodwill of the business in connection with which the Service Marks are used and which is symbolized by said Service Marks, along with the right to sue and recover damages and profits for past infringements thereof.

This Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

The persons executing this Assignment on behalf of the respective parties are duly authorized to do so.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment effective as of the date first written above.

"ASSIGNOR"

"ASSIGNEE"

WILSON TROPHY COMPANY,
a Missouri corporation

WILSON TROPHY COMPANY OF
CALIFORNIA, a California corporation

By: Deloris M. Wilson
Name: DELORIS M. WILSON
Title: PRESIDENT

By: Gerald R. Loomis
Name: Gerald R. Loomis
Title: President