

7-22-03

08-11-2003

08-11-2003

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

RE



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

102520184

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

1. Name of conveying party(ies): The Braver Capital Group, LLC. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [] Corporation-State [X] Other Limited Liability Company Additional name(s) of conveying party(ies) attached? [] Yes [] No

2. Name and address of receiving party(ies) Name: Cigarette Racing Team, LLC. Internal Address: Street Address: 3131 N.E. 188th Street City: Aventura State: FL Zip: 33180 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State Illinois [X] Other Limited Liability Company - ILL 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

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [X] Change of Name [] Other Execution Date: May 13, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,173,121 1,200,981, 1,245,373, 2,185,198, 1,520,791 1,507,022, 1,447,671, 1,397,567, 1,449,571 Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Malloy & Malloy, P.A. Internal Address: Street Address: 2800 S.W. Third Avenue City: Miami State: FL Zip: 33129

6. Total number of applications and registrations involved: 9 7. Total fee (37 CFR 3.41) \$ 240.00 [X] Enclosed [] Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

John Cyril Malloy, III Name of Person Signing

Signature

7/18/03 Date

Total number of pages including cover sheet, attachments, and document: 17

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

08/11/2003 ECUOPER 00000001 1173121

01 FC:8521 40.00 BP 02 FC:8522 200.00 CP

TRADEMARK REEL: 002798 FRAME: 0072

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,173,121"/>	<input type="text" value="1,200,981"/>	<input type="text" value="1,245,373"/>
<input type="text" value="2,185,198"/>	<input type="text" value="1,520,791"/>	<input type="text" value="1,507,022"/>
<input type="text" value="1,447,671"/>	<input type="text" value="1,397,567"/>	<input type="text" value="1,449,571"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Neal D. Marcus
Name of Person Signing

Neal D. Marcus
Signature

05/17/02
Date Signed

TRADEMARK
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ASSIGNMENT

WHEREAS, Cigarette Racing Team, Inc., a corporation organized and existing under the laws of the State of Florida, (the "Assignor"), located at 3131 N.E. 188th Street, North Miami Beach, Florida, U.S.A. is owner of various names and trademarks attached hereto as Schedule A (the "Trademarks"), and/or, has contractually acquired rights thereto from the former owner thereof, formerly known as Cigarette Racing Team, Inc., an Alabama corporation, ("former owner"), including the right to demand conveyance and transfer documents be executed to formalize or otherwise effectuate those rights in Assignor or its designee;

WHEREAS, The Braver Capital Group, LLC., a Limited Liability Company, organized and existing under the laws of the State of Illinois, located at 200 N. Milwaukee Avenue, Suite 213, Libertyville, Illinois, U.S.A. is desirous of acquiring the Trademarks and the applications and registrations thereof, as well as any other trademark rights, applications and registrations currently owned by Assignor in any country of the world, whether or not listed in Schedule A;

NOW, THEREFORE, in consideration of \$1.00 (One Dollar), and for other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, transfer, and sell to Assignee all rights, title and interest in and to the Trademarks, including the goodwill of the business(es) symbolized thereby, and other rights therein, and together with all rights and title to any application or registrations thereof, including the goodwill of the business(es) symbolized thereby, which have been acquired or may be acquired in the future, and together with any other trademark rights, applications and registrations currently owned by Assignor in any country of the world, including the goodwill of the business(es) symbolized thereby, whether or not listed in Schedule A, and any and all renewals and extensions that may

Initials: Assignor _____;

Assignee _____

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be secured under the laws now or hereafter pertaining thereto in the United States and other countries of the world and with the right to recover for damages and profits and all other remedies for past infringements thereof. Assignee's rights as the assignee shall extend to successors and assigns, for and during the existence of any such Trademarks, and all renewals and extensions thereof.

Assignor further undertakes, consistent with its obligations under the concurrently executed closing documents, at Assignee's expense, to execute and deliver to Assignee such other necessary instruments of conveyance and transfer and take such other action as Assignee may reasonably request so as more effectively to sell, transfer, assign and deliver and vest in Assignee title to and possession of the Trademarks, applications, and registrations and other marks designated herein.

Executed as of the 16th day of May, 2002.

CIGARETTE RACING TEAM, INC.

By:



Name: GLENN LAKAN
Title: PRESIDENT

THE BRAVER CAPITAL GROUP, LLC.

By:



Name: SKIP BRAVER
Title: PRESIDENT

Initials: Assignor _____
Assignee _____


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ACKNOWLEDGMENT


State of Florida)
) ss:
County of Dade)

On this 10th day of May, 2002 before me appeared Glean Laker
the person who signed this instrument, who acknowledged that he signed it as a
free act on behalf of CIGARETTE RACING TEAM, INC. with authority to do so.

[Handwritten Signature]
Notary Public


State of Florida)
) ss:
County of Dade)

On this 10th day of May, 2002 before me appeared Skip Craver
the person who signed this instrument, who acknowledged that he signed it as a
free act on behalf of THE BRAVER CAPITAL GROUP, LLC. with authority to do so.

[Handwritten Signature]
Notary Public


Initials: Assignor _____
Assignee _____

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SCHEDULE A

COUNTRY	TRADEMARK	CLASS	SERIAL NO.
U.S.	CIGARETTE	6,16,18,21,24,25 (use based)	75881,979
U.S.	CIGARETTE	35 (TTU)*	75821,548
U.S.	CIGARETTE	9,12, 28(TTU)*	75822,016
U.S.	THE ULTIMATE OFFSHORE STORE	35 (TTU)*	76182,551
U.S.	1 WORLD CIGARETTE RACING TEAM & Design	28 (TTU)*	76022,394
U.S.	1 WORLD CHAMPION CIGARETTE RACING TEAM & Design	12	1,173,121.
U.S.	CIGARETTE	12	1,200,981
U.S.	WORLD CHAMPION CIGARETTE RACING TEAM 1 & Design	25	1,245,373
U.S.	TOP GUN	12	2,185,198
U.S.	CAFERACER & Design	12	1,520,791
U.S.	CAFÉ RACER	12	1,507,022
U.S.	CAFÉ RACER	25	1,447,671
U.S.	FIREFOX	12	1,397,567
U.S.	DECATLON	12	1,449,571

* [TTU]=Invent-to-Use. Such applications are assignable and hereby assigned only to extent Assignee is a successor to Assignor's business, or portion of business to which the intent-to-use

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mark pertains, if that business is ongoing and existing. 15 U.S.C. §1050. If otherwise found, this document shall represent only an agreement to assign the mark in the future, upon registration and proper use thereof, or the filing of an amendment to allege use, or statement of use, in the name of and on behalf of the current owner or its authorized licensee under 15 U.S.C. §1055.

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COUNTRY	TRADEMARK	REG NO./ APP. NO.	CLASS
Argentina	1 WORLD CHAMPION CIGARETTE RACING TEAM and LOGO	2198053	12
Australia	CIGARETTE	433630	12
Australia	1 WORLD CHAMPION CIGARETTE RACING TEAM	433619	25
Austria	CIGARETTE	111465	12
Austria	1 WORLD CHAMPION CIGARETTE RACING TEAM	112111	12
Bahrain	CIGARETTE & LOGO	17112	38
Bahamas	CIGARETTE & LOGO	11750	21
Bahamas	CIGARETTE	11751	21
Barbados	CIGARETTE	659605	12/25/28
Barbados	1 WORLD CHAMPION CIGARETTE RACING TEAM	658130	12/25/ 28
Brazil	CAFÉ RACER	813462088	7
Brazil	CIGARETTE (DEVICE)	813461938	14
Brazil	CAFÉ RACER	813462036	25
Brunei	1 CIGARETTE WORLD CHAMPION RACING TEAM and ELLIPSE	BRU24549	12
Canada	1 WORLD CHAMPION CIGARETTE RACING TEAM	408952	12, 25
Canada	CIGARETTE	406676	12
Colombia	CIGARETTE	125208	12
Colombia	1 WORLD CHAMPION CIGARETTE RACING	125727	12

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TEAM	REGISTRATION	12, 25
CTM	REGISTRATION	12, 25
CTM	REGISTRATION	12, 25
Denmark	REGISTRATION	25
Finland	REGISTRATION	12
France	REGISTRATION	12 & 25
France	REGISTRATION	12 & 25
Germany	REGISTRATION	12 & 25
Germany	REGISTRATION	12 & 25
Greece	REGISTRATION	25
Hong Kong	REGISTRATION	21
Hong Kong	REGISTRATION	6
India	REGISTRATION	12
Ireland	REGISTRATION	12
Ireland	REGISTRATION	12
Israel	REGISTRATION	12
Israel	REGISTRATION	12
Italy	REGISTRATION	12, 25
Italy	REGISTRATION	12, 25
Japan	REGISTRATION	12
Japan	REGISTRATION	12

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TEAM	REGISTRATION	12, 25
Lebanon	79052	12, 25
Lebanon	79053	12, 25
Macau	12 226-M	12
Malaysia	MA 9500953	25
Malaysia	MA 9500954	12
Monaco	R96 17458	12
Monaco	R96 17459	12
New Zealand	162174	12
New Zealand	162173	12
Norway	126508	12
Portugal	231 553	12
Portugal	231 552	12
Puerto Rico	79 289	12
Singapore	S414885	12
Singapore	S414785	12
Singapore	B 79500796C	25
South Africa	89 0439	12
South Korea	349255	45
South Africa	89 0438	12

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Spain	1 WORLD CHAMPION CIGARETTE RACING TEAM	REGISTRATION	1116726	12
Spain	CIGARETTE	REGISTRATION	201254	12
Sweden	CIGARETTE	REGISTRATION	202013	12
Switzerland	1 WORLD CHAMPION CIGARETTE RACING TEAM	REGISTRATION	345135	12
Switzerland	1 WORLD CHAMPION CIGARETTE RACING TEAM	REGISTRATION	345224	12
Taiwan	CIGARETTE	REGISTRATION	435474	82
Taiwan	CIGARETTE LOGO	REGISTRATION	441371	82
Thailand	1 WORLD CHAMPION CIGARETTE RACING TEAM	REGISTRATION	TM43848	25
Turkey	CIGARETTE	REGISTRATION	110162	12
Turkey	CIGARETTE LOGO	REGISTRATION	112852	12
UK	CIGARETTE LOGO	REGISTRATION	1249591	12
UK	CIGARETTE	REGISTRATION	1249590	12
Venezuela	DEVON LITTON 188	REGISTRATION	163865-F	12
Venezuela	CARÉ RACER	REGISTRATION	162054 F	12
Venezuela	CARÉ RACER	REGISTRATION	162055 F	25
Venezuela	CIGARETTE	REGISTRATION	P-230.667	25
Venezuela	CIGARETTE (Label)	REGISTRATION	147332-F	19
Venezuela	CIGARETTE	REGISTRATION	147333-F	19

RECORDED: 05/17/2002

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**Illinois
Limited Liability Company Act
Articles of Amendment**

This space for use by
Secretary of State

Jesse White
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 351, Howlett Building
Springfield, IL 62756
<http://www.sos.state.il.us>

Filing Fee (see instructions).
SUBMIT IN DUPLICATE
Must be typewritten

This space for use by Secretary of State

*Payment may be made by business
firm check payable to Secretary of State.
(If check is returned for any reason this
filing will be void.)*

Date _____
Assigned File # _____
Filing Fee \$ _____
Approved: _____

1. Limited Liability Company name The Braver Capital Group, LLC.

2. File number assigned by the Secretary of State: 0071010-5

3. These Articles of Amendment are effective on the file date or a later date being May 18, 2002
not to exceed 30 days after the file date.

4. The Articles of Organization are amended as follows: (Attach a copy of the text of each amendment adopted.)
 - ___ a) Admission of a new member (give name and address below)
 - ___ b) Admission of a new manager (give name and address below)
 - ___ c) Withdrawal of a member (give name below)
 - ___ d) Withdrawal of a manager (give name below)
 - ___ e) Change in the address of the office at which the records required by Section 1-40 of the Act are kept (give new address, including county below)
 - ___ f) Change of registered agent and/or registered agent's office (give new name and address, including county below) (Address change of P.O. Box and c/o are unacceptable)
 - X g) Change in the limited liability company's name (list below)
 - ___ h) Change in date of dissolution or other events of dissolution enumerated in item 8 of the Articles of Organization
 - ___ i) Other (give information below)

Cigarette Racing Team, LLC

5. This amendment was adopted by the managers. S. 5-25(3) Yes No
 a) Not less than minimum number of managers so approved. Yes No
 b) Member action was not required. Yes No

6. This amendment was adopted by the members. S. 5-25(4) Yes No
 Not less than minimum number of members so approved.

7. I affirm, under penalties of perjury, having authority to sign hereto, that this articles of amendment is to the best of my knowledge and belief, true, correct and complete.

Dated May 13 2002
 (Month & Day) (Year)

Skip Braver
 (Signature)

Skip Braver, Member and Manager
 (Type or print Name and Title)

(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

INSTRUCTIONS: * If the only change reported is a change in the registered agent and/or registered office, the filing fee is \$25.
 If other changes are reported, the filing fee is \$100.

7

RESOLUTION OF THE MANAGERS OF THE BRAVER
CAPITAL GROUP, LLC.

RESOLUTION of the Managers of The Braver Capital Group, LLC. dated May 13, 2002.

RESOLVED that Skip Braver is hereby empowered to execute any and all documents, including Articles of Amendment, to be filed with the Secretary of State of Illinois to change the name of The Braver Capital Group, LLC. to Cigarette Racing Team, LLC.

There being no further business, the meeting is hereby adjourned this 13th day of May, 2002.


SKIP BRAVER

"Since 1959"
Registered Patent Attorneys
Members of the Florida Bar
Trial and Appellate Counsel

Miami Office
2800 S.W. Third Avenue
Miami, Florida 33129
Telephone (305) 858-8000
Facsimile (305) 858-0008

Ft. Lauderdale Office
2101 West Commercial Blvd.
Reply to: Miami Office
Broward (954) 525-9611
FLORIDA (800) 337-7239

July 14, 2003

Assistant Commissioner of Trademarks
(BOX ASSIGNMENTS)
2900 Crystal Drive
Arlington, VA 22202-3513

Re: Change of Name Recordation -
from The Braver Capital Group, LLC. to
Cigarette Racing Team, LLC.
Our Ref.: 7.597.02

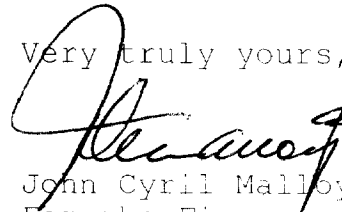
Dear Sirs:

Enclosed herewith for recordation is the above-referenced
Change of Name documents along with the pertinent cover sheet.

Also enclosed is our check in the amount of \$240.00 to cover
the recordal fees.

Kindest regards,

Very truly yours,



John Cyril Malloy, III
For the Firm

JCM3/vm

F:\MM\DOCS\2-TM\TM 2002\Assignments\7500 cover name change.wpd



07-22-2003

RECORDED: 07/22/2003

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