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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

TACHIKARA Co., Ltd.

- Individual(s)
- General Partnership
- Corporation-State
- Other JAPAN CORPORATION
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Execution Date(s) July 1, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: TACHIKARA U.S.A., Inc.

Internal Address: _____

Street Address: 958 UNITED CIRCLE

City: SPARKS

State: NV

Country: USA Zip: 89431

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other _____
- Citizenship _____
- Citizenship _____
- Citizenship NEVADA
- Citizenship _____

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)

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s)

1,100,821

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Bonnie Drinkwater, Esq.

Internal Address: Drinkwater Law Offices

Street Address: 6490 S. McCarran Blvd., Suite B-15

City: Reno

State: NV Zip: 89509

Phone Number: 775-888-0800

Fax Number: 775-888-0858

Email Address: bdrinkwater@drinkwaterlaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

[Signature]

July 1, 2004

Signature

Date

Mr. Hirobumi Kaihoko, President

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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TRADEMARK ASSIGNMENT

WHEREAS, Tachikara Co., Ltd, a corporation organized and existing under the laws of Japan ("Assignor"), has adopted, owns and is using the United States trademarks for "TACHIKARA," the United States trademark for "LOOSE BLADDER CONSTRUCTION," the United States trademark for "SINGLE UNIT CONSTRUCTION," and the Canadian trademarks for "TACHIKARA" ("the Marks") in connection with the goods and services listed on Exhibit "A" attached hereto and incorporated herein by reference; and

WHEREAS, Under that certain Trademark Assignment Agreement, dated July 3, 1998, Assignor assigned partial title in the US Trademarks to Yuan Chi Overseas Ltd. & Oriental Spirit Ltd. ("Yuan Chi") and Tachikara U.S.A., Inc.

WHEREAS, Assignor owns a federal registration for the Marks on the Principal Register of the United States Patent and Trademark Office and a Canadian registration for the Marks in connection with the above-mentioned goods and/or services as follows: (1) Registration No. 1,100,821, Serial No. 96,848, in connection with "TACHIKARA" in International Classes 25 and 28, registered on August 29, 1978; (2) Registration No. 1,199,688, Serial No. 162,934, in connection with "TACHIKARA" in International Class 28, registered on June 29, 1982; (3) Registration No. 1,171,243, Serial No. 227,593, in connection with "TACHIKARA" in International Classes 18 and 25, registered on September 29, 1981; (4) Registration No. 1,067,737, Serial No. 71,545, in connection with "TACHIKARA" in International Classes 25 and 28, registered on June 14, 1977; (5) Registration No. 1,199,687, Serial No. 162,933, in connection with "LOOSE BLADDER CONSTRUCTION" in International Class 28, registered on June 29, 1982; (6) Registration No. 1,223,564, Serial No. 316,694, in connection with "SINGLE UNIT CONSTRUCTION" in International Class 28, registered on January 11, 1983; (7) Canadian Registration No. TMA 249,668, in connection with "TACHIKARA," registered on August 22, 1980; and (8) Canadian Registration No. TMA 198,124, in connection with "TACHIKARA," registered on March 15, 1974 (collectively, the "Registrations"); and

WHEREAS, Tachikara U.S.A., Inc, a Nevada corporation ("Assignee"), desires to acquire the Marks, the goodwill appurtenant thereto, and the above-referenced Registrations.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Yuan Chi hereby assign and transfer the Marks, together with the goodwill associated therewith, the above-referenced trademark Registrations therefore, and all of Assignor and Yuan Chi's rights therein, to Assignee.

ASSIGNORS:

Tachikara Co., Ltd

By: [Signature] Date: July 1, 2004

Name: Hirobumi Kaihoko

Title: President

Yuan Chi Overseas Ltd. & Oriental Spirit Ltd.

By: [Signature] Date: July 1, 2004

Name: Michael Lin

Title: President