

10-21-2004

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/200)



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

RI

102865177

10-19-04

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):

Industrial Parts Depot, Inc.

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

Citizenship (see guidelines) California

Execution Date(s) October 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: IPD Acquisition, LLC

Internal

Address:

Street Address: 23223 Normandie Avenue

City: Torrance

State: California

Country: USA Zip: 90501

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

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)

1,216,412

Additional sheet(s) attached? Yes No

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

IPD (word mark)

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

Name: Nancy Benveniste Lamell

Internal Address: FINESTONE & RICHTER

Street Address: 11601 Wilshire Boulevard
Suite 1900

City: Los Angeles

State: California Zip: 90025

Phone Number: (310) 575-0800

Fax Number: (310) 575-0170

Email Address: nlamell@frlawcorp.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00

- 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:

Nancy Benveniste Lamell
Signature

10/11/04
Date

Nancy Benveniste Lamell

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

10/20/2004 ECOOPER 00000248 1216412

01 FC:8521
02 FC:8522

40.00 OP
25.00 OP

ATTACHMENT TO RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

Assignor: Industrial Parts Depot, Inc.

Assignee: IPD Acquisition, LLC

Item 4.

B. 1,162,468

C. IPD (special form). The letters IPD form a diamond shape.

ASSIGNMENT OF TRADEMARKS

WHEREAS, Industrial Parts Depot, Inc., a California corporation ("Assignor") claims ownership of certain trademarks (the "Trademarks"), some of which are registered in the United States Patent and Trademark Office (the "PTO"), and some of which are unregistered common law trademarks;

WHEREAS, pursuant to that certain Asset Purchase Agreement (the "Agreement") dated October 1, 2004, by and between Assignor and IPD Acquisition, LLC, a California limited liability company ("Assignee"), Assignor has agreed to sell, and Assignee has agreed to purchase certain assets of Assignor, including All of Assignor's right, title, and interest in and to the Trademarks and the registrations thereof, together with the goodwill associated therewith; and

WHEREAS, Assignee desires separate evidence and confirmation of the transfer of all of Assignor's right, title, and interest in and to the Trademarks from Assignor, in a form suitable for recordation with the PTO.

NOW, THEREFORE, in consideration of the parties' mutual covenants and agreements set forth in the Agreement and the consideration provided for therein, Assignor hereby transfers and assigns to Assignee all of Assignor's right, title, and interest in and to the Trademarks, together with all of the goodwill associated therewith, and the registrations thereof, including all existing causes of action against third parties, if any, for past infringements of the Trademarks, and for unfair competition with respect to the Trademarks. The Trademarks consist of the following:

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
IPD	1,216,412	11/16/1982
IPD (logo)	1,162,468	07/28/1981
Industrial Parts Depot	unregistered	
IPD 1-2-3 Style Gasket Sets	unregistered	

IN WITNESS WHEREOF, the undersigned has caused this Assignment of Trademarks to be executed as of the 1st day of October, 2004.

INDUSTRIAL PARTS DEPOT, INC., a California corporation

By:


Yossi Zekri, President

STATE OF CALIFORNIA)
)ss.
COUNTY OF LOS ANGELES)

On 10/01, 2004 before me, the undersigned, a Notary Public in and for said County and State, personally appeared Yossi Zekri personally known to me, or proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Connie Hobbs

Notary Public

