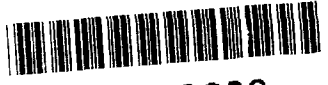


#1

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2006)
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11-24-2004



102888608

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

To the Honorable Commission... Please record the attached original documents or copy thereof.

11-19-04

1. Name of conveying party(ies):
In-Stride, Inc.

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

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

2. Name and address of receiving party(ies)
Name: In-Stride, Inc. Liquidation Trust
Internal Address: _____
Address: _____
Street Address: 10430 Grand Park Drive
City: San Antonio State: TX Zip: 78239

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Trust under Texas state law

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 Change of Name
 Other _____

Execution Date: 08/20/2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,821,420

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Charles W. Hanor, Esq.
Internal Address: Charles W. Hanor, P.C.

Street Address: P.O. Box 91319

City: San Antonio State: TX Zip: 78209

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature. Date 11/19/2004

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

11/23/2004 DBYRNE 00000066 2821420
01 FC:0521 Charles W. Hanor 40.00 DP

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

TRADEMARK
REEL: 003083 FRAME: 0656

TRADEMARK ASSIGNMENT

WHEREAS, In-Stride Inc., a corporation organized and existing under the laws of the State of Texas, and having its principal place of business at 10430 Grand Park Drive, San Antonio, TX 78239, hereinafter referred to as Assignor, has adopted and is using NEW LIFE as a trademark for footwear; and

WHEREAS, said Assignor is the owner of the following registration and foreign applications:

U.S. Trademark Registration No. 2,821,420
Issued: March 9, 2004

Japanese Trademark Registration No. 4,408,060
Issued: August 11, 2000

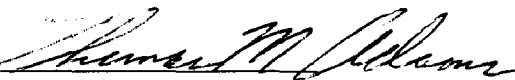
UK Trademark Registration No. 2,204,958
Issued: August 14, 1999

Australia Trademark Registration No. 802514
Issued: August 3, 1999

and

WHEREAS, In-Stride, Inc. Liquidation Trust, a trust organized and existing under the laws of the State of Texas, and having its principal place of business at 10430 Grand Park Drive, San Antonio, TX 78239, hereinafter referred to as Assignee, has acquired and is desirous of affirming it has acquired said trademark, together with the goodwill of the business by said trademark, and any and all registrations and applications for registration of said trademark;

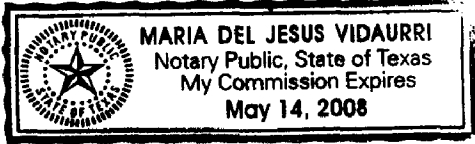
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby acknowledges that it has sold, transferred, conveyed, and assigned unto said Assignee the entire right, title, and interest in and to said trademark; all registrations and applications for registration of said trademark, including those specifically herein before identified and in all countries that the mark is available, the right to recover for past infringement of said trademark, and the goodwill of the business in connection with which said trademark is used and which is symbolized by said trademark.

By: 
Thomas M. Adams
Director
In-Stride, Inc.

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

Before me, the undersigned authority, on this day personally appeared Thomas M. Adams, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of said corporation.

Given under my hand and seal of office on this 20th day of August, 2004.



Notary Public in and for the
State of Texas

Maria Del Jesus Vidaurri