

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	06/01/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
DAN'S COMPETITION, LLC		06/01/2005	Limited Liability Company: DELAWARE

**RECEIVING PARTY DATA**

Name:	XP INNOVATION, LLC
Street Address:	1 Competition Way
City:	Mt. Vernon
State/Country:	INDIANA
Postal Code:	47620
Entity Type:	Limited Liability Company: INDIANA

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	2176911	DAN'S
Registration Number:	2607447	DAN'SCOMP
Registration Number:	2176580	DAN'S COMPETITION
Registration Number:	2609458	DANS-COMP
Registration Number:	2268952	POVERTY

**CORRESPONDENCE DATA**

Fax Number: (812)421-4936  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 812-425-1591  
 Email: aozete@bamberger.com  
 Correspondent Name: Andrew C. Ozete  
 Address Line 1: P.O. Box 657  
 Address Line 2: Bamberger Foreman Oswald and Hahn, LLP

OP \$140.00 2176911

Address Line 4: Evansville, INDIANA 47704

NAME OF SUBMITTER:

Andrew C. Ozete

Signature:

/Andrew C. Ozete/

Date:

06/14/2005

Total Attachments: 2

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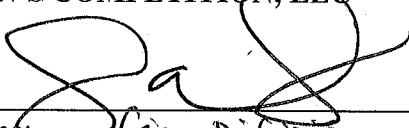
**ASSIGNMENT OF TRADEMARKS, DOMAIN NAMES AND RELATED RIGHTS**

THIS ASSIGNMENT OF TRADEMARKS, DOMAIN NAMES AND RELATED RIGHTS (this "Assignment") is made by DAN'S COMPETITION, LLC, a Delaware limited liability company having a place of business at 151 West 26<sup>th</sup> Street, New York, NY 10001 ("Assignor"), and XP INNOVATION LLC, an Indiana limited liability company having a principal place of business at 1 Competition Way, Mt. Vernon, IN 47620 ("Assignee").

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Assignor does hereby assign unto Assignee Assignor's entire right, title and interest in and to the trademarks and domain names listed in the Exhibit A attached hereto (the "Marks") in the United States and all foreign countries, including all common law rights, all registrations and applications for registration thereof, in and to the goodwill symbolized by the Marks, and the entire business associated with any currently pending trademark registrations filed under section 1(b) of the Trademark Act, for Assignee's own use and benefit and for the use and benefit of its successors, assigns and other legal representatives, together with all claims for damages by reasons of past infringement of the Marks, with the right to sue for, and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed this 1st day of June, 2005.

**DAN'S COMPETITION, LLC**

By:   
Name: Gina DiGiora  
Title: Secretary

Trademarks and Domain Names

Trademarks

<u>Mark</u>	<u>Registration Number</u>
DAN'S	Reg. No. 2,176,911
DAN'S	Reg. No. 2,176,911
DAN'S COMP (design)	Reg. No. 2,607,447
DAN'S COMPETITION	Reg. No. 2,176,580
DAN'S COMPETITION	Reg. No. 2,176,580
DANS-COMP	Reg. No. 2,609,458
POVERTY	Reg. No. 2,268,952

Domain Names

[www.bmx1.com](http://www.bmx1.com)

[www.bmxmailorder.com](http://www.bmxmailorder.com)

[www.bmxstore.com](http://www.bmxstore.com)

[www.dansbmx.com](http://www.dansbmx.com)

[www.danscomp.com](http://www.danscomp.com)

[www.dans-comp.us](http://www.dans-comp.us)

[www.danscompetition.com](http://www.danscompetition.com)

[www.danscompetition.us](http://www.danscompetition.us)

[www.povertybikes.com](http://www.povertybikes.com)

[www.talkbmx.com](http://www.talkbmx.com)

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