

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
RIP LLC		11/02/2005	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Rio Products Intl., Inc.
<b>Street Address:</b>	5050 S. Yellowstone Highway
<b>City:</b>	Idaho Falls
<b>State/Country:</b>	IDAHO
<b>Postal Code:</b>	83402
<b>Entity Type:</b>	CORPORATION: IDAHO

**PROPERTY NUMBERS Total: 20**

Property Type	Number	Word Mark
Registration Number:	2123990	ACCELERATOR
Registration Number:	2368639	AQUALUX
Registration Number:	2209245	FLUOROFLEX
Registration Number:	2162204	JIM VINCENT'S RIO
Registration Number:	1988304	JIM VINCENT'S RIO
Serial Number:	78432618	LEVIATHAN
Registration Number:	2666342	LUMALUX
Registration Number:	2176904	MAINSTREAM
Serial Number:	78570553	OUTBOUND
Registration Number:	2096276	POWERFLEX
Registration Number:	2854186	RIO
Registration Number:	2735376	RIO GRAND
Registration Number:	2730222	RIOMAX

CH \$515.00 2123990

Registration Number:	2913349	SLICKSHOOTER
Serial Number:	78645318	STREAMERTIP
Serial Number:	78432285	THE DREDGER
Registration Number:	1843059	TIPPETMASTER
Registration Number:	2015607	VERSITIP
Registration Number:	2011704	WINDCUTTER
Serial Number:	78705640	AGENT X

**CORRESPONDENCE DATA**

Fax Number: (206)628-7699  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 206-628-7506  
Email: michelleleibelt@dwt.com  
Correspondent Name: Michelle Leibelt  
Address Line 1: 1501 Fourth Avenue  
Address Line 2: 2600 Century Square  
Address Line 4: Seattle, WASHINGTON 98101-1688

ATTORNEY DOCKET NUMBER:	38172-9
NAME OF SUBMITTER:	Michelle Leibelt
Signature:	/ml/
Date:	11/04/2005

**Total Attachments: 10**  
source=rip-rio tm#page1.tif  
source=rip-rio tm#page2.tif  
source=rip-rio tm#page3.tif  
source=rip-rio tm#page4.tif  
source=rip-rio tm#page5.tif  
source=rip-rio tm#page6.tif  
source=rip-rio tm#page7.tif  
source=rip-rio tm#page8.tif  
source=rip-rio tm#page9.tif  
source=rip-rio tm#page10.tif

## ASSIGNMENT OF TRADEMARKS

WHEREAS, RIP LLC, a Delaware Limited Liability Company, with its principal place of business at 5050 S. Yellowstone Highway, Idaho Falls, Idaho 83402 (hereinafter referred to as "ASSIGNOR"), is the owner of the United States trademark applications and registrations set forth in Schedule A attached hereto and made a part hereof, foreign trademark applications and registrations as set forth in Schedule B attached hereto and made a part hereof, and abandoned United States and foreign trademark applications and registrations set forth in Schedule C attached hereto and make a part hereof (the listed trademarks, trademark applications and registrations collectively referred to herein as the "TRADEMARKS");

WHEREAS, Rio Products Intl., Inc., an Idaho corporation, with its principal place of business at 5050 S. Yellowstone Highway, Idaho Falls, Idaho 83402 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring all right, title, and interest in and to the TRADEMARKS, all registrations that may be granted for the TRADEMARKS in the United States and foreign countries, and all other trademarks and trademark applications and registrations throughout the world owned by ASSIGNOR, including those trademarks used by ASSIGNOR at common law, and the goodwill of the business associated with the TRADEMARKS;

NOW THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are thereby acknowledged, ASSIGNOR hereby sells, assigns, and transfers to ASSIGNEE, the entire right, title, and interest in and to the TRADEMARKS, all registrations that may be granted for the TRADEMARKS in the United States and in foreign countries, and all other trademarks and trademark applications and registrations throughout the world owned by ASSIGNOR, together with all common law rights in the TRADEMARKS, all goodwill of the business symbolized by and associate with the

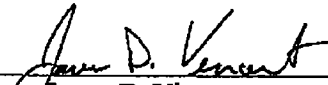
TRADEMARKS, and all rights of ASSIGNOR associated therewith, including the right to sue for and collect damages by reason of past infringements of the TRADEMARKS. ASSIGNOR further assigns to ASSIGNEE the right to claim priority or other rights deriving from any trademark application by virtue of international convention, treaty, or otherwise. The TRADEMARKS and all trademarks, trademark registrations and trademark applications assigned hereby are to be held and enjoyed by ASSIGNEE for its use and benefit and by its successors and assigns for their use and benefit as fully and entirely as the same would have been held and enjoyed by ASSIGNOR had this agreement, transfer and sale not been made.

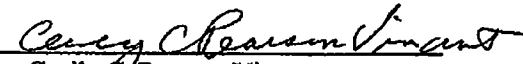
*[Signatures are on the following page]*

This Assignment is effective as of \_\_\_\_\_, 2005.

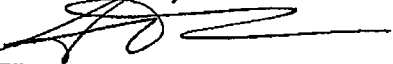
Executed at Idaho Falls, Idaho, this 2nd day of November, 2005.

ASSIGNOR  
RIP LLC

By   
Name: James D. Vincent  
Title: Manager

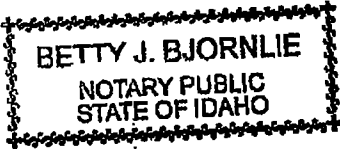
By:   
Name: Cecily Pearson Vincent  
Title: Manager

ASSIGNEE  
Rio Products Intl., Inc.

By   
Name: S. TRAVIS CAMPBELL  
Title: PRESIDENT

State of Idaho, USA )  
County of Bonneville ) ss.

I certify that I know or have satisfactory evidence that James D. Vincent is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute this instrument, and acknowledged it as the Manager of RIP LLC, to be the free and voluntary act of said limited liability company for the uses and purposes mentioned in the instrument.



Dated 11/2/05

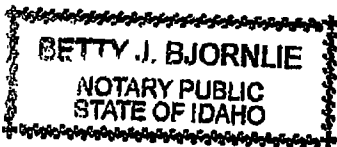
Signature of Notary Public Betty J. Bjornlie

Printed Name Betty J. Bjornlie

My Appointment Expires 12/11/09

State of Idaho, USA )  
County of Bonneville ) ss.

I certify that I know or have satisfactory evidence that Cecily C. Pearson Vincent is the person who appeared before me, and said person acknowledged that she signed this instrument, on oath stated that she was authorized to execute this instrument, and acknowledged it as the Manager of RIP LLC, to be the free and voluntary act of said limited liability company for the uses and purposes mentioned in the instrument.



Dated 11/2/05

Signature of Notary Public Betty J. Bjornlie

Printed Name Betty J. Bjornlie

My Appointment Expires 12/11/09



## SCHEDULE A

### U.S. Trademarks

Country	Trademark	Application No	Registration No	Status
		Filing Date	Registration Date	
US	ACCELERATOR	75/252,252	2,123,990	Registered
		03/05/1997	12/23/1997	
US	AQUALUX	75/782,795	2,368,639	Registered
		08/21/1999	07/18/2000	
US	FLUOROFLEX	75/432,485	2,209,245	Registered
		02/11/1998	12/08/1998	
US	JIM VINCENT'S RIO	75/331,866	2,162,204	Registered
		07/28/1997	06/02/1998	
US	JIM VINCENT'S RIO (STYLIZED)	74/675,982	1,988,304	Registered
		05/15/1995	07/23/1996	
US	LEVIATHAN	78/432,618		Filed
		06/09/2004		
US	LUMALUX	76/374,249	2,666,342	Registered
		02/22/2002	12/24/2002	
US	MAINSTREAM	75/333,222	2,176,904	Registered
		07/30/1997	07/28/1998	
US	OUTBOUND	78/570,553		Filed
		02/18/2005		
US	POWERFLEX	74/575,694	2,096,276	Registered
		09/19/1994	09/16/1997	
US	RIO	76/118,233	2,854,186	Registered
		08/28/2000	06/15/2004	
US	RIO GRAND	76/288,541	2,735,376	Registered
		07/20/2001	07/08/2003	
US	RIOMAX (STYLIZED)	76/299,265	2,730,222	Registered
		08/14/2001	06/24/2003	
US	SLICKSHOOTER	78/346,593	2,913,349	Registered
		12/30/2003	12/21/2004	
US	STREAMERTIP	78/645,318		Filed
		06/07/2005		
US	THE DREDGER	78/432,285		Filed
		06/09/2004		
US	TIPPETMASTER	74/393,251	1,843,059	Registered
		05/21/1993	07/05/1994	



US	VERSITIP	75/030,310	2,015,607	Registered
		12/06/1995	11/12/1996	
US	WINDCUTTER	74/712,151	2,011,704	Registered
		08/07/1995	10/29/1996	
US	AGENT X	78/705,640		Filed
		09/01/05		

## SCHEDULE B

### Foreign Trademarks

Country	Trademark	Application No	Registration No	Status
		Filing Date	Registration Date	
CA	JIM VINCENT'S RIO	1019833	560380	Registered
		06/18/1999	04/18/2002	
CA	MAINSTREAM	1163400	TMA622,355	Registered
		12/19/2002	10/12/2004	
CA	AGENT X	1274859		Filed
		10/6/05		
EU	AQUALUX	2667293	2667293	Registered
		04/25/2002	09/10/2003	
EU	FLUOROFLEX	2671923	2671923	Registered
		04/25/2002	10/30/2003	
EU	JIM'S VINCENT RIO	936690	936690	Registered
		09/15/1998	12/11/2000	
EU	LUMALUX	2577625	2577625	Registered
		02/14/2002	04/30/2003	
EU	MAINSTREAM	2666451	2666451	Registered
		04/25/2002	08/18/2003	
EU	MIDGETIP	3237344	3237344	Registered
		06/23/2003	12/07/2004	
EU	POWERFLEX	2794873	2794873	Registered
		07/31/2002	03/24/2004	
EU	RIO GRAND	2668036	2668036	Registered
		04/25/2002	09/09/2003	
EU	SLICKSHOOTER	3585171		Filed
		01/15/2004		
EU	VERSITIP	2666485	2666485	Registered
		04/25/2002	08/29/2003	
EU	WINDCUTTER	2503134	2503134	Registered
		12/16/2001	04/02/2003	
EU	AGENT X	4655551		Filed
		9/27/05		
JP	JIM VINCENT'S RIO	11-54175	4362383	Registered
		06/17/1999	02/18/2000	
JP	MAINSTREAM	2003-37985	4752243	Registered
		04/21/2003	03/05/2004	

JP	MAINSTEAM & Katakana	H09-144993	4245426-2	Registered
		07/31/1997	10/15/2003	
UK	WINDCUTTER	2288343	2288343	Registered
		12/17/2001	06/14/2002	
UK	MAINSTREAM	2289231	2289231	Registered
		01/03/2002	06/07/2002	
UK	FLUOROFLEX	2289322	2289322	Registered
		01/03/2002	06/28/2002	
UK	AQUALUX	2289323	2289323	Registered
		01/03/2002	06/14/2002	
UK	VERSITIP	2289325	2289325	Registered
		01/03/2002	06/14/2002	
UK	RIO GRAND	2289603	2289603	Registered
		01/09/2002	06/21/2002	
UK	ACCELERATOR	2292794	2292794	Registered
		02/15/2002	09/06/2002	
UK	MIDGETIP	2320868	2320868	Registered
		01/16/2003	08/08/2003	

## SCHEDULE C

### Abandoned Trademarks

Country	Trademark	Application No	Registration No	Status
			Registration Date	
US	RIO STEALTH TIP (STYLIZED)	78/437,145	N/A	Abandoned
		06/17/2004	N/A	
US	KAHUNA	78/432,532	N/A	Abandoned
		06/09/2004	N/A	