

ASSIGNMENT

WHEREAS, Redbone, Inc. ("ASSIGNOR"), a corporation of the state of South Carolina, and whose address is 1903 W. Palmetto Street, Florence, South Carolina was the assignee pursuant to an assignment dated February 7, 2004 (the February 7, 2004 Assignment) of certain Trademarks that did not include any intent to use applications.


WHEREAS, ASSIGNOR desires to assign all of Assignor's rights and ownership of certain of the trademarks referenced in the February 7, 2004 Assignment, namely the trademarks and service marks shown on Schedules A and B attached hereto and incorporated herein by reference (hereinafter the "Trademarks") to Barth, Inc.;

WHEREAS, Barth, Inc. ("ASSIGNEE"), a corporation of the state of South Carolina, and whose address is 1903 W. Palmetto Street, Florence, South Carolina, is and was at all times the sole owner of United States pending intent to use applications for RED BONE ALLEY (and design) Serial No. 76/541633 and for the dog face logo application Serial No. 76/565078;

WHEREAS, ASSIGNEE is desirous of also acquiring the entire right, title and interest in and to the Trademarks;

NOW, THEREFORE, in consideration of ten dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby sell, assign, convey, transfer and set over to ASSIGNEE, its successors and assigns, all right, title, interest, benefit and privilege in and to the Trademarks (including the registrations thereof), including all goodwill symbolized therein, and the right to sue for infringement and collect damages for acts occurring prior to the date of this Agreement.

11-28-05
Date


D. Dale Barth, President
Redbone, Inc.

STATE OF SOUTH CAROLINA)
)
COUNTY OF Florence)

On this 28 day of November, 2005, before me personally appeared D. Dale Barth, to me personally known, and known to me to be the person who signed the foregoing assignment, and acknowledged the signing of same as his free act and deed.


NOTARY PUBLIC

[SEAL]

MY COMMISSION EXPIRES: 07/07/11

Date: 11-28-05

SCHEDULE A

COMMON LAW AND SOUTH CAROLINA REGISTRATIONS

RED BONE ALLEY for clothing; namely, T-shirts, golf shirts, turtleneck shirts, hats and shorts
RED BONE ALLEY for restaurant services

TRADEMARK

REEL: 003323 FRAME: 0522

SCHEDULE BFEDERAL REGISTRATIONS

U.S. Registration No. 1,829,481 for "clothing; namely, T-shirts, golf shirts, turtleneck shirts, hats and shorts" for the logo shown below.

U.S. Registration No. 1,829,734 for "restaurant services" for the logo shown below.



U.S. Trademark Registration No. 2,904,608 for "restaurant services" for the logo shown below.



520025