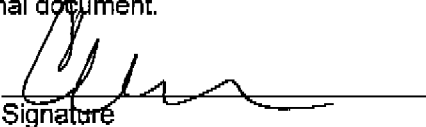


Client Code: YAMAT.786GEN

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the Director, U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party: (List using letters or numbers for multiple parties)</p> <p>Yamaha Hatsudoki Kabushiki Kaisha also known as Yamaha Motor Co, Ltd.</p> <p>() Individual () General Partnership () Association () Limited Partnership () Other: (X) Japanese Corporation</p> <p>Additional name(s) of conveying party(ies) attached? () Yes (X) No</p>	<p>2. Name and address of receiving party:</p> <p>Name: Yamaha Corporation Internal Address: Street Address: 10-1, Nakazawa-cho, Hamamatsu-shi City: Shizuoka-ken Country: Japan</p> <p>() Individual () General Partnership () Association () Limited Partnership () Other: (X) Japanese Corporation</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: () Yes (X) No</p> <p>Additional name(s) and address(es) attached? () Yes (X) No</p>
<p>3. Nature of conveyance:</p> <p>(X) Assignment () Security Agreement () Merger () Change of Name () Other:</p> <p>Execution Date: (List as in section 1 if multiple signatures) November 13, 2006</p>	<p>4. Application number(s) or registration number:</p> <p>b. Trademark Registration No: 1150112 (Class 4 goods only)</p> <p>Additional numbers attached? () Yes (X) No</p>
<p>5. Party to whom correspondence concerning document should be mailed:</p> <p>Customer No. 20,995 Address: Knobbe, Martens, Olson & Bear, LLP 2040 Main Street, 14th Floor Irvine, CA 92614 Return Fax: (949) 760-9502 Attorney's Docket No.: YAMAT.786GEN</p>	<p>6. Total number of applications and registrations involved: 1</p> <hr/> <p>7. Total fee (37 CFR 1.21(h)): \$40 (X) Authorized to be charged to deposit account</p>
<p>8. Deposit account number: 11-1410</p> <p>Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>	
<p>9. Statement and signature.</p> <p>To the best of my knowledge and belief, the foregoing information is true and correct, and any attached copy is a true copy of the original document.</p> <p>Catherine J. Holland  <u>11/30/06</u> Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments and document: 3</p>	

Documents transmitted via Facsimile to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Director, U.S. Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450
Facsimile Number: (571) 273-0140

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113006

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TRADEMARK
REEL: 003441 FRAME: 0463

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of the 13 day of November, 2006, by and between Yamaha Hatsudoki Kabushiki Kaisha, also known as Yamaha Motor Co., Ltd., a Japan corporation having a place of business at 2500 Shingai, Iwata-Shi, Shizuoka-Ken, Japan (hereinafter referred to as "ASSIGNOR"), and Yamaha Corporation, a Japan corporation having a place of business at 10-1, Nakazawa-cho, Hamamatsu-shi, Shizuoka-Ken, Japan (hereinafter referred to as "ASSIGNEE").

WHEREAS, ASSIGNOR has adopted, used, is using, and is, to the best of its knowledge and belief, the owner of the trademarks listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as "Trademarks") worldwide;

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, ASSIGNOR is the owner of the federal trademark registrations relating to the Trademarks listed in Schedule B, attached hereto and incorporated herein by reference (hereinafter collectively referred to as "Registrations");

WHEREAS, ASSIGNEE is desirous of acquiring all rights, title, and interest in and to the Trademarks and Registrations worldwide;

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks and Registrations worldwide;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns and sells to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the following:

- (1) the Trademarks set forth in Schedule A; and
- (2) the Registrations set forth in Schedule B;

Together with the goodwill symbolized by said Trademarks and Registrations, and concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Date: November 13, 2006

YAMAHA HATSUDOKI KABUSHIKI KAISHA, aka
YAMAHA MOTOR CO., LTD.

By: Makoto Oguri

Name: Makoto Oguri


Title: Department Manager, Intellectual Property Group,
Legal & Intellectual Property Division

SCHEDULES TO TRADEMARK ASSIGNMENT**SCHEDULE A**

Marks: YAMAHA and

**SCHEDULE B**

Federal Trademark Registration(s):

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
YAMAHA	688208	Nov. 17, 1959
YAMAHA	2017999	Nov. 19, 1996
YAMAHA	866762	Mar. 18, 1969
YAMAHA	1150112 – Class 4 only	April 7, 1981
	895888	Aug. 4, 1970

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