

07-27-1998



100777625

Docket No. 18610 0475

SHAW, PITTMAN, POTTS & TROWBRIDGE
TRADEMARK ASSIGNMENT RECORDATION FORM COVER SHEET

To the Honorable Commissioner of Patents and Trademark, Box Assignments, Washington, D.C. 20231
Please record the attached original documents or copy thereof.

MIC 7-7-98

1. Name of conveying party(ies)

Autozone, Inc.

Individual(s)

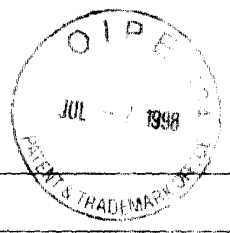
Association

Partnership--Type _____

Corporation Nevada

Other _____

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



2. Name and address of receiving party(ies)

Name Speedbar, Inc.

Street Address 1 Capital Place

City Grand Cayman Country Cayman Islands, BWI

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation Nevada

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

U.S. Patent & TMO/TM Mar. Receipt Dt. #61



07-07-1998

3. Nature of conveyance

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date May 10, 1998

Corporation Nevada

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No (s) 75/054355 AUTOZONE.COM
75/312281 AUTOZONE & Design
75/422007 TRUCKZONE

Additional numbers attached: Yes No

B. Trademark Registration No (s):

See Attachment 1

5. Name and address of party to whom correspondence concerning document should be mailed:

Name David J. Cho, Esq.

Internal Address Shaw Pittman Potts & Trowbridge

Street Address 2300 N Street, N.W.

City Washington State D.C. Zip 20037-1128

6. Total number of applications and registrations involved 12

7. Total fees (37 CFR 3.41): \$ 315.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number _____

(Attach duplicate copy of this page if paying by deposit account)

07/24/1998 JSHABAZZ 00000042 75054355

DO NOT USE THIS SPACE

01 FC:48
02 FC:48

6. Statement and signature 40.00 OP
275.00 OP

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.

David J. Cho [Signature] 7/7/98
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 8

ATTACHMENT 1

4. B.

REGISTRATION NO.	MARK
1,472,689	WITTDJR
1,478,070	THE BEST PARTS IN AUTO PARTS
1,496,638	AUTOZONE & Design
1,501,718	AUTOZONE & Design
1,512,104	YOUR DISCOUNT PARTS SUPERMART
1,550,569	AUTOZONE
1,700,101	AUTOZONE & Design
1,704,811	AUTOZONE
2,088,555	AUTOZONE & Store Facade Design

ASSIGNMENT

WHEREAS, AUTOZONE, INC., a Nevada corporation having a principal place of business at 123 South Front Street, Memphis, Tennessee 38103-3607, United States of America (hereinafter "ASSIGNOR"), adopted, used, is using and is the owner of the trademarks and service marks listed on Schedule A annexed hereto (the "Marks") as used in connection with retail auto parts store services and related goods, the goodwill symbolized thereby, and the Registrations and Applications for Registration of the Marks listed on Schedule A; and

WHEREAS, SPEEDBAR, INC., a Nevada corporation having a place of business at 1 Capital Place, P.O. Box 847, Grand Cayman, Cayman Islands, BWI (hereinafter "ASSIGNEE"), is desirous of acquiring all rights, title and interest in and to, and to the use of, the Marks, the goodwill symbolized thereby and the Registrations and Applications for Registration listed on Schedule A;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers and conveys to ASSIGNEE all rights, title and interest in and to, and to the use of, the Marks, the goodwill symbolized thereby, the Registrations and Applications for Registration listed on Schedule A, free and clear of all liens and encumbrances.

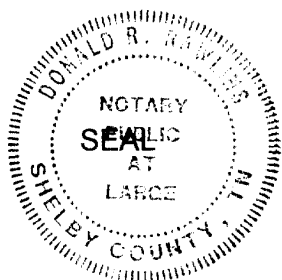
The United States Patent and Trademark Office is hereby authorized to deliver to ASSIGNEE, its attorneys, agents, successors or assigns, all official documents and communications as may be warranted by this assignment.

AUTOZONE, INC.

By: *R. J. Goldman*
Title: *Senior Vice President*

Signed and sworn to before me this 10th day of May, 1998.

Donald R. Rawlins
Notary Public



My Commission Expires:
1/12/98 2000

#591340

SCHEDULE A

<u>Registration No.</u>	<u>Mark</u>	<u>Goods/Services</u>
<i>United States</i>		
1,550,569	AUTOZONE	Retail auto parts store services
1,700,101	AUTOZONE & Design	Cleaning preparations for hands and automobiles; Vehicle engine parts, namely, thermostats; and Vehicle engine parts, namely, v-belts and v-ribbed belts
1,704,811	AUTOZONE	Automobile and truck engines
1,496,638	AUTOZONE & Design	Automotive batteries
1,501,718	AUTOZONE & Design	Retail auto parts store services
2,088,555	AUTOZONE & Store Facade Design	Retail automotive parts store services

1,478,070	THE BEST PARTS IN AUTO PARTS	Retail automotive parts store services
1,472,689	WITTDJR	Retail auto parts store services
1,512,104	YOUR DISCOUNT PARTS SUPERMART	Retail automotive parts store services

Canada

TMA472093	AUTOZONE	Automobile and truck engines; retail auto parts store services
TMA415548	AUTOZONE & Design	Automotive batteries; retail auto parts store services

TMA464912	AUTOZONE & Design	Cleaning preparations for hands and automobiles; vehicle engine parts, namely, thermostats; and vehicle engine parts, namely, v-belts and v-ribbed belts
TMA464915	WITTDJR	Retail auto parts store services
<i>Mexico</i>		
465594	AUTOZONE & Design	Automotive batteries
467388	AUTOZONE & Design	Retail auto parts store services
476823	AUTOZONE & Design	Cleaning preparations for hands and automobiles
470640	AUTOZONE	Auto and truck engines
470641	AUTOZONE	Retail auto parts store services
482324	AUTOZONA	Retail auto parts store services
483268	AUTOZONE & Design	Thermostats
483269	AUTOZONE & Design	V-belts and V-ribbed belts
515336	Building Configuration Design Mark	Retail automotive parts store services
470645	THE BEST PARTS IN AUTO PARTS	Retail auto parts store services
470643	WITTDJR	Retail auto parts store services
470644	YOUR DISCOUNT PARTS SUPERMART	Retail auto parts store services

Australia

A581185 AUTOZONE Retailing services in the field of auto parts and auto accessories, related services in this class, namely the installation and fitting of such parts and accessories

France

92437479 AUTOZONE Batteries for motor vehicles, motors for land vehicles

United Kingdom

B1504995 AUTOZONE Fitting of motor vehicle parts and accessories

Italy

659434 AUTOZONE Selection and recommendation services of goods for offer in retail stores

New Zealand

B219361 AUTOZONE Retailing in the field of auto parts and related accessories

<u>Application No.</u>	<u>Mark</u>	<u>Goods/Services</u>
<i>United States</i>		
75-312,281	AUTOZONE	Windshield washing fluid
75-054,355	AUTOZONE.COM	On-line electronic services, namely, on-line ordering services in the field of automotive parts and accessories; and providing information regarding automotive repair and maintenance via a global computer network
75-422,007	TRUCKZONE	Retail sales and store services relating to truck parts and accessories
<i>Canada</i>		
809537	AUTOZONE.COM	On-line electronic services in the field of automotive parts, accessories and related information accessible via computer network
791614	Building Configuration Design Mark	Retail automotive parts store services
754032	THE BEST PARTS IN AUTO PARTS	Retail automotive parts store services
754033	YOUR DISCOUNT PARTS SUPERMART	Retail automotive parts store services
<i>Mexico</i>		
259947	AUTOZONE.COM	On-line electronic services in the field of automotive parts, accessories and related

information accessible via
computer network

322327 SU SUPERTIENDA DE AUTO PARTES Retail auto parts store services

Brazil

820261416 AUTOZONE Retail automotive parts store services

820401501 AUTOZONE Cleaning preparations

820401510 AUTOZONE Automobile engines, truck engines and vehicle parts

820401536 AUTOZONE & Design Automobile engines, truck engines and vehicle parts

820401528 AUTOZONE & Design Cleaning preparations

820401544 AUTOZONE & Design Automobile batteries

820401552 AUTOZONE & Design Retail automobile parts store services

820401560 AUTOZONE & Store Facade Design Retail automobile parts store services

820401587 AUTOZONE.COM Providing information regarding automotive repair and maintenance via a global computer network

820401579 AUTOZONE.COM On-line electronic services, namely, on-line ordering services in the field of automotive parts and accessories

#591297