10-16-1998 FORM PTO-1618A OMB 0651-0027 09-28-1998 100854715 U.S. Patent & TMOfc/TM Mail Ropt Dt. #33 RECORDATION FORM COVER SHEET TRADEMARKS ONLY Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) Submission Type Conveyance Type License **Assignment** New Resubmission (Non-Recordation) Security Agreement **Nunc Pro Tunc Assignment** Document ID # **Effective Date** Month Day Year Merger **Correction of PTO Error** Frame # Reel # Change of Name **Corrective Document** Reel # Frame # Other Conveying Party Mark if additional names of conveying parties attached **Execution Date** Month Day Year Name | First Professional Bank N.A. 15 1997 109 Formerly Limited Partnership |X | Corporation Association General Partnership Individual Other Citizenship/State of Incorporation/Organization Receiving Party Mark if additional names of receiving parties attached Name BHMA, Inc. **DBA/AKA/TA** Composed of 2236 South Barrington Avenue Address (line 1) Address (line 2) 90<del>0</del>64 Address (line 3) | Los Angeles CA

Individual General Partnership Limited Partnership Corporation **Association** Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached.

(Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

State/Country

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**REEL: 1800 FRAME: 0273** 

FORM PRIO	16100	U.S. Department of Commerce		
FORM PTO- Expires 06/30/99 OMB 0651-0027	Page 2	Patent and Trademark Office TRADEMARK		
	Representative Name and Address Enter for the first Receiving	Party only.		
Name				
Address (line 1)				
Address (line 2)				
Address (line 3)				
Address (line 4)				
Correspondent Name and Address Area Code and Telephone Number				
Name	Jill Cossman, Esq.			
Address (line 1)	Greenberg Glusker Fields Claman & Machtinger LLP			
Address (line 2)	1900 Avenue of the Stars			
Address (line 3)	Suite 2100			
Address (line 4)	Los Angeles, CA 90067			
Pages	Enter the total number of pages of the attached conveyance document including any attachments.	# [3		
Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached  Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).				
Trademark Application Number(s) Registration Number(s)				
	1621356 1499453			
	1410406			
Number of Properties Enter the total number of properties involved. # 5				
Fee Amoun	Fee Amount for Properties Listed (37 CFR 3.41): \$ 140	1 00		
Method of Payment:  Deposit Account  Fee Amount for Properties Listed (37 CFR 3.41):  \$\[ \begin{align*} \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \				
(Enter for payment by deposit account or if additional fees can be charged to the account.)  Deposit Account Number: #				
	Authorization to charge additional fees: Yes	No No		

## **Statement and Signature**

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. Charges to deposit account are authorized, as indicated herein.

Jill Cossman, Esq.

Name of Person Signing

## **ASSIGNMENT OF TRADEMARKS**

THIS ASSIGNMENT OF TRADEMARKS (the "Assignment") is effective as of September 15, 1997 between First Professional Bank, N.A., a California banking corporation (the "Assignor"), and BHMA, Inc., a California corporation ("Assignee").

### **RECITALS**

- A. On September 15, 1997, Assignor and Beverly Hills Motoring Accessories, Inc., a California corporation, now known as MCMRMP Corporation ("Debtor"), among others, entered into an Agreement Re Private Sale of Collateral (the "Agreement") pursuant to which Assignor foreclosed on certain collateral owned by Debtor by means of a private sale of such collateral under Section 9504 of the California Uniform Commercial Code.
- B. Debtor adopted and used the trademarks listed in Exhibit "A" attached hereto and made a part hereof (the "Marks") and owned the goodwill associated therewith and the federal trademark registrations thereof. The Marks are part of the collateral described in Paragraph A which was foreclosed upon by Assignor.
- C. Assignee purchased the collateral, including the Marks, at the private sale referenced in Paragraph A.
- D. Pursuant to the private sale of the Marks by Assignor to Assignee, Assignor desires to assign all of Assignor's right, title to and interest in the Marks "as is" to Assignee, and Assignee desires to receive such assignment.

1

TRADEMARK REEL: 1800 FRAME: 0275

### **ASSIGNMENT**

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor assigns to Assignee, effective as of September 15, 1997, all of Assignor's right, title and interest in and to the Marks, the goodwill related thereto, and the registrations thereof, together with any claims for damages by reason of past and present infringement thereof, with the right to sue and collect the same for its own account and use, all without representation or warranty of any kind from Assignor and without recourse against Assignor.

#### "ASSIGNOR"

FIRST PROFESSIONAL BANK N.A., a California banking corporation

By:

Name:

/ EDIC WOODSTRON

Assignee hereby accepts this Assignment:

"ASSIGNEE"

BHMA, INC., a California corporation

By:

Name

Title:

Presiden

# **EXHIBIT A**

## THE MARKS

U.S. REG. NO.	REGISTRATION YR./MO./DAY	MARK	GOODS
1,621,085	1990/11/06	Beverly Hills Motoring Accessories	Vehicle seat covers and fitted vehicle covers
1,621,356	1990/11/06	Beverly Hills Motoring Accessories	Vehicle floor mats
1,499,453	1988/08/09	Colorguard	Vehicle covers
1,410,406	1986/09/23	Stormguard	Fitted covers for vehicles
1,410,407	1986/09/23	Blueguard	Vehicle covers for automobiles, trucks and motorcycles

2831400002-736972.1

**RECORDED: 09/28/1998** 

TRADEMARK REEL: 1800 FRAME: 0277