

11-02-2000



101503679
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

10-20-00

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Change of Name
Effective Date
Month Day Year _____
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Duckworth Boat Manufacturing Company

02 02 1998

Formerly _____

1618662

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Washington incorporation

Receiving Party

Mark if additional names of receiving parties attached

Name Duckworth Boat Works, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1401 Bridge Street

Address (line 2) P.O. Box 580

Address (line 3) Clarkston WA - USA 99403
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association

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.)

Other _____

Citizenship/State of Incorporation/Organization Washington - incorporation

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name Daniel N. Larson, C.F.O.

Address (line 1) Duckworth Boat Works, Inc.

Address (line 2) P.O. Box 580

Address (line 3) Clarkston, WA 99403

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number 509-758-9831 ext 213

Name Daniel N. Larson, C.F.O.

Address (line 1) Duckworth Boat Works, Inc.

Address (line 2) P.O. Box 580

Address (line 3) Clarkston, WA 99403

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

- 4 -

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)		
<u></u>	<u></u>	<u></u>	<u>1618662</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u>1630768</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>	<u></u>	<u></u>

Number of Properties

Enter the total number of properties involved.

- 2 -

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 80.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(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

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.

Daniel N. Larson
Daniel Larson, CEO
Name of Person Signing

Daniel N. Larson, CEO
Signature

10/18/00
Date Signed

BILL OF SALE, ASSIGNMENT AND ASSUMPTION AGREEMENT

This Bill of Sale, Assignment and Assumption Agreement ("Agreement") is made as of the 2nd day of February, 1998, by and between Duckworth Boat Works, Inc. (hereinafter referred to as "Purchaser") and Duckworth Boat Company, a Nevada corporation and its subsidiaries and affiliates, Duckworth Boat Manufacturing Company, Inc., On-Spec Manufacturing, Inc., Duckworth Boat Sales Company of Washington, Inc., and Northwest Armacoatings, L.L.C., a Washington limited liability company, (hereinafter collectively referred to as "Sellers" or "Duckworth Entities").

RECITALS

- A. Sellers currently engage in the boat manufacturing business.
- B. Sellers agree to sell, transfer and assign and Purchaser agrees to purchase, accept and assume the Assets and the Assumed Liabilities, as specified in that certain purchase agreement with contingencies, dated January 6, 1998, by and between Sellers and Purchaser as Assignee of Daniel N. Larson ("Larson") and Daniel T. Reiner ("Reiner") ("Purchase Agreement").
- C. This Agreement effectuates Sellers' sale of the Assets to Purchasers and Purchaser's assumption of the Assumed Liabilities from Sellers.
- D. Except as otherwise expressly provided in this Agreement, each capitalized term used throughout this Agreement shall have the meaning set forth in the Purchase Agreement.

NOW, THEREFORE, in consideration of the mutual promises and covenants hereinafter set forth, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

AGREEMENT

1. Bill of Sale and Assignment. Sellers hereby transfer, assign, and deliver to Purchaser, all right, interest and good and valid title in and to all of the Assets, as defined in Section 2 of the Purchase Agreement, free and clear of all Encumbrances.
2. Assumption Agreement. Purchaser acknowledges due receipt of the Bill of Sale and Assignment and agrees to assume, pay, perform and discharge the Assumed Liabilities as defined in Section 3 of the Purchase Agreement.

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IN WITNESS WHEREOF, the parties have executed this Agreement by their duly authorized representatives as of the date first above written.

SELLERS:

DUCKWORTH BOAT COMPANY

By: Perry Weinecke

Its: Bus

DUCKWORTH BOAT MANUFACTURING COMPANY, INC.

By: Perry Weinecke

Its: Bus

ON-SPEC MANUFACTURING, INC.

By: Perry Weinecke

Its: Bus

DUCKWORTH BOAT SALES COMPANY OF WASHINGTON, INC.

By: Perry Weinecke

Its: Bus

NORTHWEST ARMACOATINGS, L.L.C.

by: Happy Day Corporation, Member

by: _____

Bruce Finch, President

by: Perry Weinecke

Perry Weinecke, Member

PURCHASERS:

DUCKWORTH BOAT WORKS, INC.

By: *Daniel N. Larson, Pres*
Daniel N. Larson, President

IN THEIR CAPACITIES AS CREDITORS TO THE DUCKWORTH ENTITIES AND IN ANY OTHER CAPACITY THEY MAY HAVE WITH THE DUCKWORTH ENTITIES, THE FOLLOWING ACKNOWLEDGE AND AGREE TO THE TERMS AND CONDITIONS OF THIS AGREEMENT:

Bruce Finch
Bruce Finch

HAPPY DAY CORPORATION

By: *Bruce Finch*
Its: *Pres*

PRO-MAG, Inc.

By: *Bruce Finch*
Its: *Pres*

DUCKWORTH BOATS

PATENTS, TRADEMARKS

1. U.S. Trademark No. 1630768, issued on 1/8/91 to Duckworth Boat Manufacturing Company for the Trademark of "Duckworth". The Declaration under Sections 8 and 15 (Declaration of Use and Incontestability) was filed with the U.S. Patent and Trademark Office on October 24, 1996 by Charles R. Clark of the Pedersen Clark, P.L.L.C. law firm of Boise, Idaho (208) 343-6355.
2. U.S. Trademark No. 1618662, issued on 10/23/90 to Duckworth Boat Manufacturing Company for the Trademark of "Silverwing". The Declaration of Use and Incontestability was filed on October 23, 1996 by the same law firm listed above.
3. Washington State Trademark Registration No. 022663, issued on 12/02/93 and expires on 12/02/2003, covers a "Flying Duck in Circle" and attached a copy of the metal boat plaque. The Trademark was issued to Duckworth Boats, Inc.
4. Washington State Trademark Registration File No. 14935, issued to Duckworth Boats, Inc. covering "A circle with the word DUCKWORTH & a duck in the center was originally issued on March 28, 1984 and appears to have been renewed for an additional ten years in 1994. The renewal filing was handled by Tom Clark, attorney in Lewiston, Idaho. **Confirmation of this filing is necessary.**

*Info re: some false copyright
for research.*

*Never renewed - must re-reg if registration TMauk
is still used or needed.*