



COPY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC

7-17-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of
 Other - Limited Liability Company - Delaware

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

2. Name and address of receiving party(ies):
Name: BFS BRANDS, LLC
Internal Address:
Street Address: 50 CENTURY BOULEVARD
City: NASHVILLE State: TN ZIP: 37214

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - State of
 Other - Limited Liability Company - Delaware

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other - Corrective Assignment - Reel 002407 Frame 0040
Original Cover Sheet designated conveyance as Merger.
Conveyance is in fact an Assignment.

Execution Date: ^

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

A. Trademark Application No.(s) B. Trademark registration No.(s)
See attached. See attached.

Additional numbers attached? Yes No

6. Total Number of applications and registrations involved: 193

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Meredith E. Palmer
Bridgestone/Firestone Americas Holding, Inc.
Internal Address:
Street Address: 1200 Firestone Parkway
City: Akron State: OH ZIP: 44317-0001

7. Total fee (37 CFR 3.41): \$ 4,840.00
 Enclosed
 Authorized to be charged to deposit account (any fee deficiency)

8. Deposit Account Number: 06-0925
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Meredith E. Palmer Meredith E. Palmer 9 July 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 37

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

OFFICE OF PATENT RECORDS
JUL 17 AM 11:23
FINANCE SECTION

1918-43161
18043861
066990
0000132
0000132
07/19/2002 TB1071
Sale Ref: 0000132
01 FC:401
08 FC:462
4800.00

EXHIBIT A -- REGISTRATIONS

Mark	Reg. No:	Reg. Date	Goods
721	1,130,324	2/5/1980	Tires.
5° NR (and design)	2,138,630	2/24/1998	Vehicle tires.
A BEAR FOR WEAR (and design)	155,426	5/30/1922	Rubber vehicle tires and rubber tire treads.
AEROFIRE	1,335,395	5/14/1985	Tires.
AFFINITY	1,935,939	11/14/1995	Tires.
AFFINITY HP	2,351,976	5/23/2000	Vehicle tires.
ALL TRACTION	607,042	6/7/1955	Tires.
AMBASSADOR	2,057,707	4/29/1997	Tires.
ASR	1,262,926	1/3/1984	Tires.
B-GRIP SILICA (and design)	2,138,634	2/24/1998	Vehicle tires.
BLUE RIBBON (Stylized)	393,309	2/3/1942	Tires.
CAVALLINO	859,309	10/29/1968	Tires.
CO-CS	2,130,456	1/20/1998	Vehicle tires.
COMMUTER	642,951	3/19/1957	Tires.
CONCEPT	1,103,024	9/26/1978	Tires.
COURIER	234,670	11/1/1927	Tires.
DAYTON (Stylized)	575,424	6/9/1953	Tires.
DAYTONA	740,642	11/13/1962	Tires.
DAYTONA SUPER STAG	1,244,369	7/5/1983	Tires.
DEEP SKID	663,474	6/24/1958	Tires.
DELUXE CHAMPION	725,988	1/2/1962	Tires.
DISTINCTION	2,206,685	12/1/1998	Vehicle tires.
DLC-100	824,897	2/28/1967	Tires.
DUPLEX	720,682	8/29/1961	Tires.
F-560	1,415,779	11/4/1986	Tires.
F-570	2,128,970	1/13/1998	Vehicle tires.
FALCON	1,115,237	3/20/1979	Tires
FD663	2,232,916	3/16/1999	Vehicle tires
FIREHAWK	1,471,366	1/5/1988	Tires.
FIREHAWK (and design)	1,475,837	2/9/1988	Tires.

EXHIBIT A -- REGISTRATIONS

Mark	Reg. No:	Reg. Date	Goods
FIREHAWK (and design)	2,368,866	7/18/2000	
FIREHAWK FTX	1,629,063	12/25/1990	Tires.
FIREHAWK GTX	1,478,589	3/1/1988	Tires.
FIREHAWK LH	2,176,680	7/28/1998	Vehicle tires.
FIREHAWK PV40	2,173,839	7/14/1998	Vehicle tires.
FIREHAWK PV41	2,274,940	8/31/1999	Vehicle tires.
FIREHAWK RMT	1,875,903	1/24/1995	Tires.
FIREHAWK SH30	2,181,398	8/11/1998	Vehicle tires.
FIREHAWK SS	1,473,045	1/19/1988	Tires.
FIREHAWK SS10	2,218,594	1/19/1999	Vehicle tires.
FIREHAWK SS20	2,396,328	10/17/2000	Vehicle tires.
FIREHAWK SVX	1,626,958	12/11/1990	Tires.
FIREHAWK SZ50	2,131,198	1/20/1998	Vehicle tires.
FIREHAWK SZ50 EP	2,418,297	1/2/2001	Vehicle tires.
FIRESTONE	2,223,630	2/16/1999	Providing, by means of an on-line computer network, information in the field of roofing and other building products.
FIRESTONE	948,402	12/12/1972	Raw or partly prepared plastic resins in the form of powders, granules, pellets, or chips, for further use in the industrial arts.
FIRESTONE	1,471,665	1/5/1988	Roofing services.
FIRESTONE CHAMPION (Stylized)	379,936	7/30/1940	Tire repair materials.
FIRESTONE (BLOCK LETTERS)	2,464,005	6/26/2001	VEHICLE TIRES
FIRESTONE (Stylized)	140,804	3/29/1921	Tires.
FIRESTONE (Stylized)	209,064	2/16/1926	Vehicle wheels and rims.
FIRESTONE (Stylized)	265,808	1/7/1930	Storage batteries.
FIRESTONE (Stylized)	299,977	1/3/1933	Terminals and connectors, electrical cables, and storage battery parts, consisting of positive and negative plates, battery cases, connecting bars, terminal posts, and battery handles.
FIRESTONE (Stylized)	378,238	6/4/1940	Bicycles.
FIRESTONE (Stylized)	396,796	8/4/1942	Caps, coveralls, for service station attendants and jackets for general use.

EXHIBIT A -- REGISTRATIONS

Mark	Reg. No:	Reg. Date	Goods
FIRESTONE (Stylized)	401,421	5/18/1943	Fountain pens, mechanical pencils, and wooden lead pencils.
FIRESTONE (Stylized)	1,178,631	11/17/1981	Retail tire and automotive store services.
FIRESTONE (Stylized)	1,387,468	3/25/1986	Tires and inner tubes.
FIRESTONE (Stylized)	1,445,182	6/30/1987	Roofing membrane system consisting of rubber membrane, sealer and adhesive sold as a unit; and rubber roofing membrane sold separately.
FIRESTONE FRIGITONE (Stylized)	376,814	4/9/1940	Anti-freeze composition for automobile radiators.
FIRESTONE SUPREME (and design)	265,807	1/7/1930	Storage batteries
FIRESTONE TRANSPORT (Stylized)	378,189	5/28/1940	Tires.
FIRETRAX	2,221,673	2/2/1999	Rubber tracks for agricultural tractors and equipment.
FLAT FIGHTER	1,144,612	12/30/1980	Puncture sealant for pneumatic tires.
FORCE 4	1,366,561	10/22/1985	Vehicle tires.
FOUR SEASONS	848,657	5/7/1968	Tires.
FR22	1,517,139	12/20/1988	Tires.
FR360	2,135,712	2/10/1998	Vehicle tires.
FR410	2,092,253	8/26/1997	Tires.
FR440	2,152,343	4/21/1998	Vehicle tires.
FR480	1,421,829	12/23/1986	Tires.
FR680	1,715,499	9/15/1992	Tires.
FR721	1,445,053	6/30/1987	Tires.
FS507	2,226,761	2/23/1999	Vehicle tires.
FS567	2,298,778	12/7/1999	Vehicle tires.
FS590 PLUS	2,265,442	7/27/1999	VEHICLE TIRES
FT455	2,223,255	2/9/1999	Vehicle tires.
FT70C	2,162,645	6/2/1998	Vehicle tires.
FUN TUBE	1,224,406	1/18/1983	Recreational rubber tubes.
GILLETTE (Stylized)	574,767	5/19/1953	Pneumatic tires and inner tubes.
GILLETTE EXECUTIVE	715,449	5/16/1961	Pneumatic tires.
GILLETTE KODIAK	1,101,406	9/5/1978	Vehicle tires.
GOLDEN BEAR	910,429	3/23/1971	Tires

EXHIBIT A -- REGISTRATIONS

Mark	Reg. No:	Reg. Date	Goods
GRANDE	1,199,487	6/29/1982	Tires.
GRENADIER	1,415,778	11/4/1986	Tires.
GROUND GRIP	364,908	2/21/1939	Tires.
GUIDE GRIP	635,204	10/2/1956	Tires.
GUM-DIPPED (Stylized)	236,060	11/29/1927	Tires.
HORSEHEAD (design)	649,326	7/30/1957	Tires.
HP 2000	1,363,249	10/1/1985	Tires.
HP-3000	2,216,245	1/5/1999	Vehicle tires.
IMPERIAL FALCON	832,917	8/1/1967	Tires.
INSIGNIA	2,480,096	8/21/2001	VEHICLE TIRES
INSIGNIA S/R	2,232,814	3/16/1999	Vehicle tires.
INTERURBAN SUPER TRACTION	765,907	3/3/1964	Tires.
L.L. CARBON (and design)	2,132,436	1/27/1998	Vehicle tires.
LEMANS	756,436	9/10/1963	Tires.
LOAD MASTER	1,245,201	7/12/1983	Shock absorbers for vehicles.
LOADER-DOZER	750,196	5/28/1963	Tires.
LONGHAULER	918,501	8/17/1971	Tires.
LXX	896,905	8/18/1970	Tires.
MEDALLION F	201,751	8/4/1925	Tires.
MEDALLION F	1,170,711	9/22/1981	Retail tire and automotive store services.
O-BEAD (and design)	2,138,633	2/24/1998	Vehicle tires.
ONCOR	2,126,048	12/30/1997	Tires and tire treads.
ONCOR	2,126,050	12/30/1997	Tire retreading services.
PEERLESS	278,257	12/9/1930	Vehicle tires
PEERLESS	132,1921	2/26/1985	Batteries, Clothing
PERMASTEEL	1,011,912	5/27/1975	Tires.
PLATINUM	1,769,961	5/11/1993	Tires.
POLAR GRIP (and design)	507,684	3/15/1949	Tire treads.
POLARIS	2,243,020	5/4/1999	Tires for automobiles and trucks
POLARIS R3000	2,246,381	5/18/1999	Tires for automobiles and trucks.

EXHIBIT A -- REGISTRATIONS

Mark	Reg. No:	Reg. Date	Goods
POLARIS R4000	2,217,613	1/12/1999	Tires for automobiles and trucks.
POWER FALCON	848,662	5/7/1968	Tires.
PRESIDENT (Stylized)	508,377	4/12/1949	Pneumatic tires for vehicles.
PRESIDENT (Stylized)	1,263,557	1/10/1984	Tires.
PSD 3000	2,220,354	1/26/1999	Vehicle tires.
QUADRA (Stylized)	1,162,637	7/28/1981	Tires.
QUADRA XT2	1,448,370	7/21/1987	Tires.
RADIAL ATX	1,256,811	1/18/1983	Tires.
RADIAL SPRINT	1,264,158	1/17/1984	Tires.
REGENCY	1,385,174	3/4/1986	Tires.
RFT (and design)	2,369,203	7/18/2000	Vehicle tires.
RIB DUPLEX	890,491	5/5/1970	Tires.
ROCK GRIP EXCAVATOR	397,874	9/29/1942	Tires.
ROCK GRIP ROAD BUILDER	1,492,140	6/14/1988	Tires.
ROCK MASTER	1,191,146	3/2/1982	Tires.
S-211	1,136,110	5/27/1980	Tires.
SEALIX	2,485,658	9/4/2001	Vehicle tires.
SEIBERLING	172,503	8/28/1923	Tires.
SEIBERLING	520,891	2/7/1950	Tires.
SELF SEAL	1,235,060	4/12/1983	Tires.
SENATOR	688,769	11/24/1959	Tires.
SILVER BEAR	2,059,920	5/6/1997	Tires.
SILVER FALCON	832,915	8/1/1967	Tires.
SNOW BITER (and design)	1,079,339	12/13/1977	Tires.
SNOW KING	703,963	9/6/1960	Tires.
SPADE GRIP	378,439	6/11/1940	Tires.
SPRINT GT	976,379	1/8/1974	Pneumatic tires.
STEEL BELTED RADIAL F (and design)	1,241,988	6/14/1983	Tires.
STEELTEX	746,931	3/19/1963	Tires.
STEELTEX RADIAL ASR	1,261,664	12/20/1983	Tires.

EXHIBIT A -- REGISTRATIONS

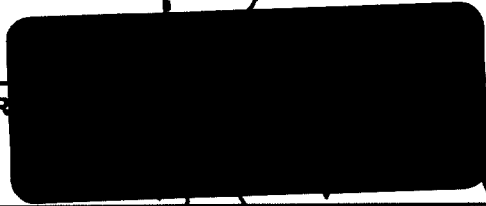
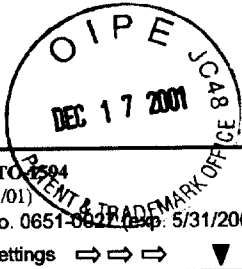
Mark	Reg. No:	Reg. Date	Goods
TRANS-RIB	685,143	9/15/1959	Tires.
TRANSTEEL	927,789	1/25/1972	Tires.
TRIPLE CROWN SL	1,488,345	5/17/1988	Tires.
TRIUMPH	366,937	5/2/1939	Tires.
TRIUMPH	2,078,060	7/8/1997	Rubber roofing membrane.
TROPHY	1,150,982	4/14/1981	Tires.
TROPHY PREMIUM	832,910	8/1/1967	Tires.
TURISIMO	1,075,464	10/18/1977	Tires.
UNI-T	2,129,457	1/13/1998	Vehicle tires.
UT 2000	1,331,954	4/23/1985	Tires.
VERTEX IV	2,062,106	5/13/1997	Tires.
WALRUS	1,392,839	5/13/1986	Urethane tire repair kits comprised principally of cured reinforced rubber patch, polyurethane adhesive and surface activator.
WAT 2000	1,346,004	7/2/1985	Tires.
WHEEL-TRAC	1,082,429	1/17/1978	Vehicle tires.
WILDERNESS AT	1,984,592	7/2/1996	Tires.
WILDERNESS LE	2,298,779	12/7/1999	Tires for automobiles and trucks.
WINTERFIRE	2,182,852	8/18/1998	Vehicle tires.
WR-12	1,191,647	3/9/1982	Tires.

EXHIBIT B -- APPLICATIONS

Mark	App. No:	App. Date	Goods
Destination	76139636	10/2/2000	VEHICLE TIRES
Executive	78058686	4/16/2001	VEHICLE TIRES
FR690	78043161	1/15/2001	VEHICLE TIRES

EXHIBIT A -- REGISTRATIONS

Mark	Reg. No:	Reg. Date	Goods
STEELTEX RADIAL R4S	2,256,588	6/29/1999	Vehicle tires.
STEELTEX RADIAL RTH	1,261,663	12/20/1983	Tires.
STONES	1,113,091	2/13/1979	Tires.
STRATO-STREAK	863,146	1/7/1969	Tires.
SUPER ROCK GRIP	1,495,027	7/5/1988	Tires.
SUPREME (Stylized)	259,303	7/30/1929	Tires.
SUPREME SI	2,276,689	9/7/1999	Vehicle tires.
T506	1,333,146	4/30/1985	Tires.
T520	1,331,960	4/23/1985	Tires.
T545 RADIAL	1,494,150	6/28/1988	Tires.
T546 PSD RADIAL	1,495,034	7/5/1988	Tires.
T559	1,984,595	7/2/1996	Tires.
T575	1,811,509	12/14/1993	Tires.
T589 LP RADIAL	1,628,202	12/18/1990	Tires.
T589 RADIAL	1,641,187	4/16/1991	Tires.
T819 RADIAL	2,225,476	2/23/1999	Vehicle tires.
T831	1,737,583	12/1/1992	Tires.
T839 RADIAL	2,225,475	2/23/1999	Vehicle tires.
TEMPA SPARE	1,243,515	6/28/1983	Tires.
THE MASTERMIND OF FIRESTONE	1,685,164	5/5/1992	Vehicle engine analyzer.
THOROBRED	151,732	2/14/1922	Tires.
THRU-WAY	582,353	11/10/1953	Tires.
TIMBERLINE	2,369,137	7/18/2000	Tires for automobiles and trucks.
TIMBERLINE PEAK PERFORMANCE (and design)	2,369,216	7/18/2000	Tires for automobiles and trucks.
TOWN & COUNTRY (Stylized)	590,267	5/25/1954	Tires.
TOWN & COUNTRY (Stylized)	976,817	1/15/1974	Tires.
TRAIL RIDER	1,138,964	8/26/1980	Tires.
TRANS/TRAC	1,137,345	7/1/1980	Tires.
TRANSPORT (Stylized)	159,855	10/10/1922	Tires.
TRANSPORT 1	922,819	10/26/1971	Tires.



Form PTO-504 (Rev. 03/01) OMB No. 0651-0022 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Bridgestone/Firestone North American Tire, LLC 12/17/01 Individual(s) Association General Partnership Limited Partnership Corporation-State Other Limited Liability Company - State Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: BFS Brands, LLC Internal Address: Street Address: 50 Century Boulevard City: Nashville State: TN Zip: 37214 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Limited Liability Company - State If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: November 30, 2001 12:15PM

4. Application number(s) or registration number(s): A. Trademark Application No.(s) See Attached B. Trademark Registration No.(s) See Attached Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: John H. Hornickel Internal Address: Bridgestone/Firestone Americas Holding, Inc. Street Address: 1200 Firestone Parkway City: Akron State: OH Zip: 44317-0001

6. Total number of applications and registrations involved: 193 7. Total fee (37 CFR 3.41): \$ 4840.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: 06-0925

DO NOT USE THIS SPACE

9. Signature. John H. Hornickel Name of Person Signing Signature Date 10 DECEMBER 2001

Total number of pages including cover sheet, attachments, and document: 11

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 002558 FRAME: 0055

ASSIGNMENT
FROM
BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC.
TO
BFS BRANDS, LLC

Page 1

140,804	663,474	1,115,237	1,415,778
151,732	685,143	1,130,324	1,415,779
155,426	688,769	1,136,110	
159,855	703,963		1,421,829
172,503		1,137,345	1,445,053
	715,449	1,138,964	1,445,182
201,751	720,682	1,144,612	1,448,370
209,064	725,988	1,150,982	1,471,366
234,670	740,642	1,162,637	
236,060	746,931		1,471,665
259,303		1,170,711	1,473,045
	750,196	1,178,631	1,475,837
265,807	756,436	1,191,146	1,478,589
265,808	765,907	1,191,647	1,488,345
278,257	824,897	1,199,487	
299,977	832,910		1,492,140
364,908		1,224,406	1,494,150
	832,915	1,235,060	1,495,027
366,937	832,917	1,241,988	1,495,034
376,814	848,657	1,243,515	1,517,139
378,189	848,662	1,244,369	
378,238	859,309		1,626,958
378,439		1,245,201	1,628,202
	863,146	1,256,811	1,629,063
379,936	890,491	1,261,663	1,641,187
393,309	896,905	1,261,664	1,685,164
396,796	910,429	1,262,926	
397,874	918,501		1,715,499
401,421		1,263,557	1,737,583
	922,819	1,264,158	1,769,961
507,684	927,789	1,321,921	1,811,509
508,377	948,402	1,331,954	1,875,903
520,891	976,379	1,331,960	
574,767	976,817		1,935,939
575,424		1,333,146	1,984,592
	1,011,912	1,335,395	1,984,595
582,353	1,075,464	1,346,004	2,057,707
590,267	1,079,339	1,363,249	2,059,920
607,042	1,082,429	1,366,561	
635,204	1,101,406		2,062,106
642,951		1,385,174	2,078,060
	1,103,024	1,387,468	2,092,253
649,326	1,113,091	1,392,839	2,126,048

TRADEMARK
REEL: 002558 FRAME: 0056

ASSIGNMENT
FROM
BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC.
TO
BFS BRANDS, LLC
Page 2

2,126,050	2,298,778
2,128,970	2,298,779
2,129,457	2,351,976
2,130,456	2,368,866
2,131,198	2,369,137
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