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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):

Voit Sports, Inc.

12-31-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

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

2. Name and address of receiving party(ies)

Name: Voit Corporation

Internal Address: Suite 223-A

Street Address: 6391 DeZavala

City: San Antonio State: Texas Zip: 78265

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Texas Other

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:

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

A. Trademark Application No.(s)

76/073,441

B. Trademark Registration No.(s)

See Exhibit A attached

Additional number(s) attached Yes No

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

Name: Evan Makela

Internal Address: Sachnoff & Weaver, Ltd.

Street Address: 30 South Wacker Drive Suite 2900

City: Chicago State: Illinois Zip: 60606

6. Total number of applications and registrations involved:

16

7. Total fee (37 CFR 3.41): \$ 640

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

Evan Makela Name of Person Signing

Signature

12/31/02 Date

Total number of pages including cover sheet, attachments, and document: 4

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

01/07/2003 TDIAZI 00000063 76073441

01 FC:0581 40.00 DP 02 FC:0522 375.00 DP

TRADEMARK SECTION 01/07/2003

Refund Ref: 01/07/2003

CHECK Refund Total: 4

SCHEDULE A

REGISTERED MARKS

MARK	REGISTRATION NO.
VOIT	2,504,510
VOIT	2,220,147
VOIT	1,306,032
VOIT	1,352,803
VOIT	1,194,783
VOIT	609,517
Design Only	2,160,876
DYNAFLEX	1,576,589
PANORAMA	1,544,612
WESTCHESTER	1,248,455
SWIMASTER	1,017,321
WIDE VIEW	719,222
POLARIS	740,873
ENDURO	420,389
DUCK FEET	697,745

ITU APPLICATIONS

MARK	APPLICATION NO.
VOIT	76/073,441

ASSIGNMENT OF TRADEMARKS

This trademark assignment agreement is made effective as of December 20, 2002 by and between Voit Sports, Inc., a New York Corporation ("Assignor") and Voit Corporation, a Texas Corporation ("Assignee").

WHEREAS, Assignor is desirous of assigning to Assignee all of its right, title and interest in and to all of the trademarks listed on Schedule A (collectively referred to as the "Marks") in connection with its business; and

WHEREAS, Assignor has obtained U. S. Trademark Registrations for the Marks listed on attached Schedule A (the "Registrations"); and

WHEREAS, Assignor owns and has a bona fide intent to use a certain mark listed on attached Schedule A (the "ITU Application") and has applied to register the mark that is the subject of the ITU Application on the Principal Register of the United States Patent and Trademark Office based on Assignor's bona fide intent to use the mark in commerce in connection with the above-described goods and/or services; and

WHEREAS, Assignee desires to acquire the entire interest of the Assignor in the Marks, including the Registrations and the ITU Application as identified on Schedule A, and desires to acquire the business of the Assignor in connection with which Assignor has a bona fide intent to use the mark that is the subject of the ITU Application; and

WHEREAS, this assignment is being executed in connection with a certain Asset Purchase Agreement, dated December 20, 2002, between Assignor, Assignee and Bushnell Performance Optics pursuant to which Assignee is acquiring Assignor's business to which the Marks, Registrations and ITU Application pertain;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Assignor assigns to Assignee all right, title and

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TRADEMARK
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interest in and to the Marks, together with the goodwill of the business symbolized by the Marks; any rights that arise from the Registration, and ITU Application; all rights to seek other registrations of the Marks in the United States Patent and Trademark Office or elsewhere; and all causes of action, past and future, for infringement of the Marks or other violations of the rights assigned hereunder. Assignor represents and warrants to Assignee that it has not made any other assignment or pledge of the Marks or any rights therein.

VOIT SPORTS, INC.

By: *William Yager*
William Yager
Its: Vice President of Finance

STATE OF KANSAS)
) SS:
COUNTY OF JOHNSON)

On this 20th day of December, 2002, before me personally appeared William Yager, who acknowledged himself to be the Vice President of Finance of Voit Sports, Inc., and that he, as such Vice President, being authorized to do so, executed this instrument on behalf of such corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Melina Espree Reno
Notary Public

My Commission Expires: 12-13-2005

(Affix stamp)



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RECORDED: 12/31/2002

TRADEMARK
REEL: 002644 FRAME: 0013