

12/15/03

12-18-2003
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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings

REC

DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record this document and its related documents or copy thereof.

1. Name of conveying party(ies):
Red Spot Paint & Varnish Co., Inc.
1107 E. Louisiana Street
Evansville, Indiana 47703
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Indiana
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: ProLink Materials, LLC
Internal
Address: Suite 201
Street Address: 1499 Chain Bridge Road
City: McLean State: VA Zip: 22101
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other Virginia Limited Liability Company
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: 10/31/03

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) (1) 76150212;
(2) 76140850; (3) 76150373
Additional number(s) attached Yes No

B. Trademark Registration No.(s) (1) 2561488;
(2) 2603796; (3) 2561489
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Kent A. Brasseale II
Internal Address:
Kahn, Dees, Donovan & Kahn, LLP
Street Address: 501 Main Street, Suite 305
Post Office Box 3646
City: Evansville State: IN Zip: 47735-3646

6. Total number of applications and registrations involved: 3
7. Total fee (37 CFR 3.41).....\$ 90.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Stephen K. Halling, Chief Financial Officer
Name of Person Signing

Stephen K. Halling
Signature

December 5, 2003
Date

Total number of pages including cover sheet, attachments, and document: 3

12/17/2003 EDOOPER 00000252 76150212

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

01 FC:8521
02 FC:8522

40.00 DP
50.00 DP

TRADEMARK
REEL: 002881 FRAME: 0584

TRADEMARK ASSIGNMENT

THIS AGREEMENT effective as of the 5th day of December, 2003, by and between **Red Spot Paint & Varnish, Co., Inc.**, an Indiana corporation with its principal address at 1107 E. Louisiana Street, Evansville, Indiana ("Red Spot") and **ProLink Materials, LLC**, a Virginia limited liability company with its principal address at 1499 Chain Bridge Road, Suite 201, McLean, Virginia 22101 ("ProLink").

WHEREAS, Red Spot has adopted and is using the trademarks "Pro-Link", "Sport-Link" and "G-Link", which have been registered with the United States Patent & Trademark Office as Registration Nos. 2603796, 2561488 and 2561489, respectively (collectively "Trademarks"); and

WHEREAS, ProLink desires to acquire the Trademarks and all rights associated therewith; and

WHEREAS, Red Spot desires to assign the Trademarks to ProLink in accordance with the terms and conditions of that certain Asset Purchase and Sale Agreement by and between the parties of even date herewith.

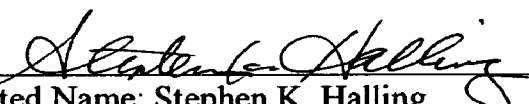
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

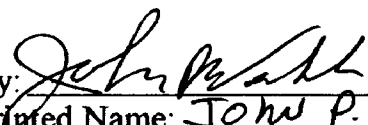
1. **ASSIGNMENT OF TRADEMARKS.** Red Spot does hereby assign and convey to ProLink all of Red Spot's rights, title and interest in and to the Trademarks, "Pro-Link", "Sport-Link" and "G-Link", together with the goodwill of the Trademarks, occurring on or after the effective date of this Assignment; provided that such assignment of the Trademarks is subject to the terms and conditions of the Asset Purchase and Sale Agreement entered into by and between the parties of even date herewith.

IN WITNESS WHEREOF, the parties have hereunto executed this Trademark Assignment effective as of the date first written above.

RED SPOT PAINT & VARNISH CO., INC.

PROLINK MATERIALS, LLC

By: 
Printed Name: Stephen K. Halling
Title: Chief Financial Officer

By: 
Printed Name: John P. Walsh
Title: CO-MANAGER

[Notary Jurats on Following Page]

STATE OF INDIANA)
) SS:
COUNTY OF VANDERBURGH)

BEFORE ME, a Notary Public in and for said County and State, personally appeared Stephen K. Halling, the Chief Financial Officer of Red Spot Paint & Varnish Co., Inc., the Corporation which executed the foregoing instrument, who having been duly sworn, acknowledged and affirmed that he did sign said instrument as such officer, for and on behalf of said Corporation, and that the same is his free act and deed as said officer, and the free and corporate act and deed of said Corporation.

IN WITNESS WHEREOF, the parties have duly executed this instrument, and I have hereunto set my hand and official seal as of the 5th day of December, 2003.

My Commission Expires: July 13, 2006

Davi L. Raber
Signature of Notary Public

My County of Residence is:
Vanderburgh County, Indiana

Davi L. Raber
Printed Name of Notary

STATE OF Virginia)
) SS:
COUNTY OF Fairfax)

BEFORE ME, a Notary Public in and for said County and State, personally appeared John Walsh, the Co-Manager of ProLink Materials, LLC, the Limited Liability Company which executed the foregoing instrument, who having been duly sworn, acknowledged and affirmed that he/she did sign said instrument as such officer, for and on behalf of said Limited Liability Company, and its board of directors, and that the same is his/her free act and deed as said officer, and the free and corporate act and deed of said Limited Liability Company.

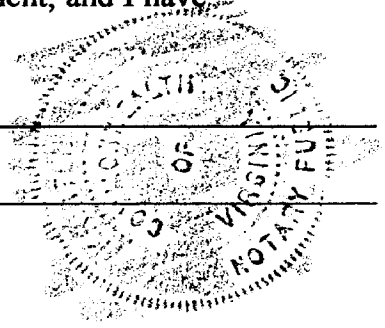
IN WITNESS WHEREOF, the parties have duly executed this instrument, and I have hereunto set my hand and official seal as of the 5th day of December, 2003.

My Commission Expires: 7/31/06

Kristen Walsh
Signature of Notary Public

My County of Residence is:
Fairfax County, Virginia

Kristen Walsh
Printed Name of Notary



The United States of America



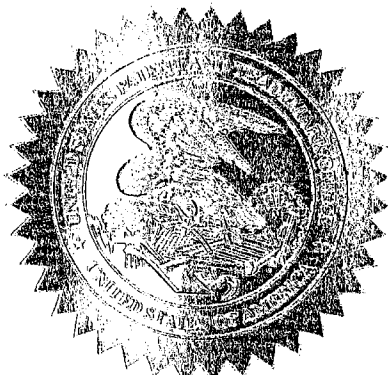
CERTIFICATE OF REGISTRATION PRINCIPAL REGISTER

The Mark shown in this certificate has been registered in the United States Patent and Trademark Office to the named registrant.

The records of the United States Patent and Trademark Office show that an application for registration of the Mark shown in this Certificate was filed in the Office; that the application was examined and determined to be in compliance with the requirements of the law and with the regulations prescribed by the Director of the United States Patent and Trademark Office; and that the Applicant is entitled to registration of the Mark under the Trademark Act of 1946, as Amended.

A copy of the Mark and pertinent data from the application are part of this certificate.

This registration shall remain in force for TEN (10) years, unless terminated earlier as provided by law, and subject to compliance with the provisions of Section 8 of the Trademark Act of 1946, as Amended.



A handwritten signature in cursive script, reading 'James Profane'.

Director of the United States Patent and Trademark Office

TRADEMARK
REEL: 002881 FRAME: 0587

Requirements for Maintaining a Federal Trademark Registration

SECTION 8: AFFIDAVIT OF CONTINUED USE

The registration shall remain in force for 10 years, except that the registration shall be canceled for failure to file an Affidavit of Continued Use under Section 8 of the Trademark Act, 15 U.S.C. §1058, upon the expiration of the following time periods:

- i) At the end of 6 years following the date of registration.
- ii) At the end of each successive 10-year period following the date of registration.

Failure to file a proper Section 8 Affidavit at the appropriate time will result in the cancellation of the registration.

SECTION 9: APPLICATION FOR RENEWAL

The registration shall remain in force for 10 years, subject to the provisions of Section 8, except that the registration shall expire for failure to file an Application for Renewal under Section 9 of the Trademark Act, 15 U.S.C. §1059, at the end of each successive 10-year period following the date of registration.

Failure to file a proper Application for Renewal at the appropriate time will result in the expiration of the registration.

No further notice or reminder of these requirements will be sent to the Registrant by the Patent and Trademark Office. It is recommended that the Registrant contact the Patent and Trademark Office approximately one year before the expiration of the time periods shown above to determine the requirements and fees for the filings required to maintain the registration.

The United States of America



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Director of the United States Patent and Trademark Office

TRADEMARK
REEL: 002881 FRAME: 0589

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Director of the United States Patent and Trademark Office

TRADEMARK

REEL: 002881 FRAME: 0591

Requirements for Maintaining a Federal Trademark Registration

SECTION 8: AFFIDAVIT OF CONTINUED USE

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