

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CP Formation LLC		01/01/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Marathon Equipment Company (Delaware)
Street Address:	County Hwy 9 - South
City:	Vernon
State/Country:	ALABAMA
Postal Code:	35592
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 44

Property Type	Number	Word Mark
Registration Number:	2960379	APOLLO
Registration Number:	1168053	V.I.P. VERT-I-PACK
Registration Number:	0997273	COMMANDER
Serial Number:	78722003	N-PAN
Registration Number:	1324230	TRASH MANAGER
Registration Number:	1316550	RAM JET
Serial Number:	78583316	ELIMINATOR
Registration Number:	3204469	TIEGER
Registration Number:	3086723	GALAXY
Registration Number:	1397387	MARATHON
Registration Number:	3150128	RX SHREDDER
Serial Number:	78619068	EZ TRAX
Registration Number:	3190999	PARTS 1 STOP
Registration Number:	0861343	RAM-JET

CH \$1115.00 2960379

Registration Number:	2972005	MINI-M.A.C.
Serial Number:	76524660	MAESTRO
Registration Number:	2960378	NEXGEN
Registration Number:	2833836	MRS
Registration Number:	2911443	STOCK ROOM BALER BY MARATHON EQUIPMENT
Serial Number:	77308912	TANK
Registration Number:	2628515	TS-2000
Registration Number:	3094372	NEXDOOR
Registration Number:	2273865	ATLAS
Serial Number:	77309913	STREAMLINE
Serial Number:	77308894	PAK'NTAINER
Registration Number:	2562928	SIGNATURE SERIES
Serial Number:	77309903	UNTOUCHABLE VIP
Registration Number:	2444237	MARATHON
Registration Number:	3140312	RJ-250SC ULTRA
Registration Number:	2798193	BLOKPAK 3000
Registration Number:	1620854	CYCON LIFE-XTENDER
Registration Number:	2287495	GEMINI
Registration Number:	2236705	TRASHMINDER
Registration Number:	2064005	ROTARY RECYCLING EQUIPMENT
Registration Number:	1858116	FLEX-D-VIDER
Registration Number:	1689831	MARATHON
Registration Number:	1642596	QWIK CLEAN
Registration Number:	3286177	RAWHIDE SERIES
Serial Number:	77037283	PROSPECTOR
Registration Number:	1638167	TRASH COMMANDER
Registration Number:	1680763	TRASH CHECK
Serial Number:	78909367	ULTRA
Registration Number:	1698279	VIP-LOCK
Serial Number:	78909385	GREEN BUILT

CORRESPONDENCE DATA

Fax Number: (212)310-1659

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-626-4557

Email: nyctrademarks@bakernet.com

**TRADEMARK
REEL: 003768 FRAME: 0002**

Correspondent Name: Lisa W. Rosaya
Address Line 1: 1114 Avenue of the Americas
Address Line 2: Baker & McKenzie LLP
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 56184006.2

NAME OF SUBMITTER: Lisa W. Rosaya

Signature: /lwr/

Date: 04/28/2008

Total Attachments: 6

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ASSIGNMENT OF TRADEMARKS

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, **CP FORMATION LLC**, a Delaware limited liability company with offices at 1403 Foulk Road, Suite 102, Wilmington, DE 19803-2755 ("Assignor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, received from **MARATHON EQUIPMENT COMPANY (DELAWARE)**, a Delaware corporation with offices at County Hwy 9 – South, Vernon, AL 35592 ("Assignee"), does hereby assign, transfer, deliver and set over to Assignee and Assignee's successors and assigns forever, and Assignee hereby acquires from Assignor, all of Assignor's right, title and interest in and to:

the trademarks, service marks, trade names, logos, insignias, designs and other proprietary interests therein throughout the world set forth on Schedule A attached hereto, together with the goodwill associated therewith, (the "Trademarks").

To be held and enjoyed by Assignee, along with the portion of the business of Assignor to which the Trademarks pertain, for its own use and enjoyment, and for the use and enjoyment of its successors and assigns forever, at common law and/or to the end of the term or terms for which registration of the said Trademarks may be granted, or renewed, as fully and entirely as the same would have been held and enjoyed by Assignee had the assignment set forth herein not been made; together with all causes of action and the proceeds thereof in favor of Assignor heretofore accrued or hereafter accruing by reason of past infringement of the Trademarks, with the right to sue for and collect the same for its own use and benefit, and for the use and on behalf of its successors or assigns.

The effective date of this Assignment is January 1, 2008. From and after said date, Assignor shall, upon request and at the expense of Assignee, but without further consideration, do, execute, acknowledge, deliver and file, or shall cause to be done, executed, acknowledged, delivered and filed, all such further acts, deeds, transfers, conveyances, assignments or assurances as may be reasonably requested by Assignee to transfer, convey and assign to Assignee possession and use of the Trademarks to comply with all applicable legal requirements to effect such transfers, conveyances and assignments.

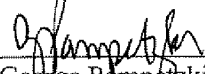
IN TESTIMONY WHEREOF, Assignor has caused these presents to be executed.

[Signature page follows]

This 1st day of January, 2008.

CP FORMATION LLC

By: CLOVE PARK INSURANCE
COMPANY, its sole member

By: 
Name: George Pompezki
Title: Vice President

SCHEDULE A

TRADEMARKS

(Marathon Equipment Company (Delaware))

COUNTRY	TRADEMARK ID	REGISTRATION #	REGISTERED	SERIAL #	FILED DATE	MARK
United States	T4617	2960379	07-Jun-05	76-523627	18-Jun-03	APOLLO
United States	T1664	1168053	08-Sep-81	73-227456	14-Aug-79	V.I.P. VERT-I-PACK and Design
United States	T1667	997273	05-Nov-74	73-001051	17-Sep-73	COMMANDER
United States	T5019			78-722003	28-Sep-05	N-PAN Block Letters
United States	T2691	1324230	12-Mar-85	73-471237	20-Mar-84	TRASH MANAGER
United States	T2692	1316550	29-Jan-85	73-438840	11-Aug-83	RAM JET and Design
United States	T4806			78-583316	09-Mar-05	ELIMINATOR Block Letters
United States	T4769	3204469	30-Jan-07	78-528055	07-Dec-04	TIEGER Block Letters
United States	T4740	3086723	25-Apr-06	78-548932	18-Jan-05	GALAXY Block Letters
United States	T1659	1397387	17-Jun-86	73-562329	09-Oct-85	MARATHON and Design
United States	T4738	3150128	26-Sep-06	78-477146	01-Sep-04	RX SHREDDER Block Letters
United States	T4870			78-619068	28-Apr-05	EZ TRAX Block Letters
United States	T4582	3190999	02-Jan-07	78/486483	20-Sep-04	Parts 1 Stop and design
United States	T2693	861343	03-Dec-68	72-280126	11-Sep-67	RAM-JET
United States	T4195	2972005	19-Jul-05	76-525921	24-Jun-03	MINI-M.A.C.
United States	T4157			76-524660	19-Jun-03	MAESTRO
United States	T4154	2960378	07-Jun-05	76-523626	18-Jun-03	NEXGEN
United States	T3627	2833836	20-Apr-04	76-469512	14-Nov-02	MRS
United States	T3632	2911443	14-Dec-04	76-468506	08-Nov-02	STOCK ROOM BALER BY
United States	T5705			77-308912	19-Oct-07	TANK Block Letters
United States	T1584	2628515	01-Oct-02	75-459844	31-Mar-98	TS-2000
United States	T4739	3094372	16-May-06	78-548927	18-Jan-05	NEXDOOR Block Letters
United States	T1594	2273865	31-Aug-99	75-441253	26-Feb-98	ATLAS
United States	T5704			77-309913	22-Oct-07	STREAMLINE Block Letters
United States	T5703			77-308894	19-Oct-07	PAK'NTAINER Block Letters
United States	T1585	2562928	23-Apr-02	75-904665	28-Jan-00	SIGNATURE SERIES
United States	T5701			77-309903	22-Oct-07	UNTOUCHABLE VIP Block
United States	T1586	2444237	17-Apr-01	75-904666	28-Jan-00	MARATHON
United States	T4781	3140312	05-Sep-08	78-533109	15-Dec-04	RJ-250SC ULTRA Block Letters
United States	T1588	2798193	23-Dec-03	76-061079	02-Jun-00	BLOKPAK 3000
United States	T1656	1620854	06-Nov-90	74-023776	29-Jan-90	CYCON LIFE-XTENDER and
United States	T1602	2287495	19-Oct-99	75-494776	02-Jun-98	GEMINI
United States	T1614	2236705	06-Apr-99	75-427867	02-Feb-98	TRASHMINDER
United States	T1620	2064005	20-May-97	74-729391	15-Sep-95	ROTARY RECYCLING
United States	T1641	1858116	11-Oct-94	74-405132	21-Jun-93	FLEX-D-VIDER
United States	T1642	1689831	02-Jun-92	74-193032	09-Aug-91	MARATHON
United States	T1651	1642596	30-Apr-91	74-042370	22-Mar-90	QWIK CLEAN
United States	T5104	3286177	28-Aug-07	78-884873	16-May-06	RAWHIDE SERIES Block Letters
United States	T5195			77-037283	06-Nov-06	PROSPECTOR Block Letters
United States	T1654	1638167	19-Mar-91	74-038432	14-Mar-90	TRASH COMMANDER and
United States	T1653	1680753	24-Mar-92	74-042327	22-Mar-90	TRASH CHECK
United States	T5139			78-909367	15-Jun-06	ULTRA Block Letters
United States	T1652	1698279	30-Jun-92	74-042357	22-Mar-90	VIP-LOCK
United States	T5138			78-909385	15-Jun-06	GREEN BUILT Block Letters
United Kingdom	T4939	2394154	02-Dec-05	2394154	13-Jun-05	TIEGER
United Arab	T1707			34533		MARATHON & Design
Taiwan	T1695	896674	16-Jan-00	896674		MARATHON & Design
Taiwan	T3939	907281	01-Oct-00			Marathon & Design
Taiwan	T2876	853324	01-Jun-99	8723759		Marathon & design
Singapore	T1686			20-Jul-98	T98/07308A	MARATHON & Design
Saudi Arabia	T4522	659/78	13-Aug-00	65985	17-Nov-02	Marathon & Design
Qatar	T4960			36148	23-Jun-05	Marathon
Qatar	T4959			36147	23-Jun-05	Marathon
Qatar	T4486			36146	23-Jun-05	Marathon
Not Known	T3658	Unregistered				THE WORLD LEADER IN
Not Known	T3667	Unregistered				ROTARY RECYCLER
Not Known	T3671	Unregistered				MULTI-OPTION RECYCLER
Not Known	T3672	Unregistered				GET "MOR" FOR YOUR
Not Known	T3670	Unregistered				THE TRANSFER SYSTEM
Not Known	T3689	Unregistered				MAKE YOUR LIQUID WASTE

COUNTRY	TRADEMARK ID	REGISTRATION #	REGISTERED	SERIAL #	FILED DATE	MARK
Not Known	T3668		Unregistered			M.I.S.E.R. MARATHON
Not Known	T3666		Unregistered			BUBBLE-GATE
Not Known	T3665		Unregistered			BLOK PAK
Not Known	T3664		Unregistered			CYCON
Not Known	T3663		Unregistered			PAK'NTAINER
Not Known	T3662		Unregistered			UNTOUCHABLE VIP
Not Known	T3661		Unregistered			VERT-I-PACK
Not Known	T3659		Unregistered			Stock Room Baler (and design)
Not Known	T3678		Unregistered			TANK
Not Known	T3673		Unregistered			THE KEY
Not Known	T3660		Unregistered			VIP/PAK'NTAINER
Not Known	T3704		Unregistered			STRESS ENGINEERED
Not Known	T3676		Unregistered			WORLD CLASS
Not Known	T3674		Unregistered			SUPERIOR IN DESIGN AND
Not Known	T3705		Unregistered			ATLAS ET
Not Known	T3703		Unregistered			RAMPRO and design
Not Known	T3702		Unregistered			GEMINI-XTREME
Not Known	T3701		Unregistered			Marathon Equipment
Not Known	T3689		Unregistered			NEXT-GEN
Not Known	T3688		Unregistered			OVERALL SOLUTIONS
Not Known	T3687		Unregistered			VIP-LOCK
Not Known	T3685		Unregistered			STREAMLINE and design
Not Known	T3684		Unregistered			TRASH CHECK
Not Known	T3683		Unregistered			STREAMLINE SERIES
Not Known	T3682		Unregistered			XSTREAM SERIES
Not Known	T3681		Unregistered			M SERIES
Not Known	T3680		Unregistered			DC SERIES
Not Known	T3679		Unregistered			VALUE LINE SERIES
Not Known	T3675		Unregistered			IF YOU PRODUCE IT, WE CAN
Not Known	T3677		Unregistered			TRASH COMMANDER SERIES
Not Known	T3686		Unregistered			DRC (for the dual recycling
New Zealand	T1682	310133	20-Dec-99	310133	25-May-99	MARATHON & Design
Mexico	T4953	895285	18-Aug-05	723189	15-Jun-05	RJ-250SC ULTRA Block Letters
Mexico	T5246	975673	08-Mar-07	823594	06-Dec-06	Green Built
Mexico	T1710	935288	29-May-06	465305	10-Jan-01	MARATHON and Design
Mexico	T5291			836156	14-Feb-07	RAZ-R
Mexico	T5244	973194	21-Feb-07	820053	16-Nov-06	Rawhide Series
Mexico	T5031	892799	27-Jul-05	723192	15-Jun-05	Tieger
Mexico	T5702			877381	23-Aug-07	Ram Jet
Mexico	T5352	991561	29-Jun-07	851470	27-Apr-07	Prospector
Mexico	T5245			823595	06-Dec-06	Ultra
Malaysia	T1679			99/00760		MARATHON & Design
Malaysia	T1680			99/00761		MARATHON & Design
Malaysia	T1681	99000762	12-Apr-07	99/00762	30-Jan-99	MARATHON & Design
Kuwait	T4530	56094	20-Sep-05	67569	06-Dec-04	Marathon
Korea, North	T1711	0455300	21-Sep-99	98-14586		MARATHON & Design
Indonesia	T1678	440427	23-Feb-00	D98-10502	17-Jun-98	MARATHON & Design
India	T1677	800640		800640		MARATHON & Design
India	T5372	800639				Marathon and design
India	T5371	800638	30-Apr-98			Marathon & design
Hong Kong	T1709					MARATHON & Design
European	T2694	217877	11-Sep-98	217877	01-Apr-96	MARATHON and Design
Costa Rica	T1675					MARATHON & Design
China	T1674	1605600		2000004040		MARATHON & Design
Chile	T1673					MARATHON & Design
Canada	T5346			1345568	30-Apr-07	Prospector
Canada	T5093	TMA383988	03-May-91	0651673	02-Mar-90	Trash Manager
Canada	T5243			1324225	15-Nov-06	Rawhide Series
Canada	T5242			1326913	05-Dec-06	Green Built
Canada	T5194			1310489	25-Jul-06	RAZ-R
Canada	T5092	TMA380580	22-Feb-91	0651734	02-Mar-90	RAMJET and Design
Canada	T5091	TMA397536	24-Apr-92	0662540	23-Jul-90	Qwik Clean
Canada	T5090	TMA384675	17-May-91	0651684	02-Mar-90	Marathon & Design

COUNTRY	TRADEMARK ID	REGISTRATION #	REGISTERED	SERIAL #	FILED DATE	MARK
Canada	T5089	TMA394695	28-Feb-92	0651742	02-Mar-90	Vert-I-Pak and design
Canada	T4988			1262018	14-Jun-05	Tieger
Canada	T2681	TMA503184	28-Oct-98	0828714	14-Nov-96	VIP-LOCK
Canada	T2684	TMA424480	04-Mar-94	0662542	23-Jul-90	TRASH CHECK
Canada	T2686	TMA441996	21-Apr-95	0661620	17-Jul-90	HY/PRESS
Canada	T2687	TMA442245	28-Apr-95	0660442	20-Jun-90	TRASH COMMANDER and
Canada	T2688	TMA392686	10-Jan-92	0660440	20-Jun-90	CYCON and Design
Canada	T4874			1249986	28-Feb-05	RX Shredder
Canada	T4970			1262603	15-Jun-05	RJ-250SC ULTRA
Brazil	T1672			821661337		MARATHON & Design
Australia	T1670	795234	25-May-99	795234	25-May-99	MARATHON & Design
Argentina	T1669			2214947		MARATHON & Design

RECORDED: 04/28/2008

TRADEMARK
REEL: 003768 FRAME: 0009