

09-28-1998

FORM PTO-1595
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



7421/00000

100786354

To the Honorable Commissioner of Patents

original documents or copy thereof.

1. Name of conveying party(ies):
Sinoway International (L.A.) Inc.
Additional memo(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Athalon Sport Gear Inc.
Internal Address:

3. Nature of Conveyance: **MRD 9-8-97**
 Assignment Merger
 Security Agreement Change of Name
 Other:
Execution Date: March 13, 1996

Street Address: 1G Voice Road
City: Carle Place State: NY ZIP: 11514
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is:
A. Patent Application No.(s)
Additional numbers attached? Yes No

B. Patent No.(s) 4,538,709

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Donald S. Dowden
Internal Address: Cooper & Dunham LLP
Street Address: 1185 Avenue of the Americas -23rd Floor
City: New York State: N.Y. ZIP: 10036

6. Total number of applications and patents involved:
7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account (any insufficiency)
8. Deposit account number:
03-3125
(Attach duplicate copy of this page if paying by deposit account)

**Charge 40.00
NO SPEC
Fee**

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.
Donald S. Dowden - Reg. No. 20,701 Donald S. Dowden September 2, 1997
Signature Date
Total Number of pages comprising cover sheet: 3

OMB No. 0651-0011 (exp. 4/04)
Do not detach this portion
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231
Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

Exhibit 2
Assignment of Patents

WHEREAS, SINOWAY INTERNATIONAL (L.A.) INC., having a place of business at 1030 Lawson Street, City of Industry, California 91748 (hereinafter referred to as "ASSIGNOR"), owns certain patents and applications in the United States and other countries (collectively, the "PATENTS") as follows:

Country	Patent Nos.	Patent Application Nos.
Canada	1,216,827	
Europe	0,132,016	
Japan		120049/84
Spain	280,024	
United States	4,538,709	

WHEREAS, ATHALON SPORT GEAR INC., a New York corporation and having a place of business at 16 Voice Road, Carle Place, New York 11514 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the exclusive right, title and interest in, to and under PATENTS.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers and sets over to ASSIGNEE: (1) the full and exclusive right, title and interest to PATENTS, together with the inventions described therein, including any divisions, continuations, or continuations-in-part thereof, and any and all reissues of the Patents, and the right to file patent applications for the inventions in other countries foreign to the United States, the same to be held and enjoyed by ASSIGNEE, its successors, assigns or other legal representatives, to the end of the terms for which PATENTS are granted or reissued, as fully and entirely as the same would have been held and enjoyed by ASSIGNOR had this assignment not been made; (2) all claims for damages by reasons of past infringement of PATENTS, with the right to sue for and collect the same for ASSIGNEE's own use. ASSIGNOR will, upon request of ASSIGNEE, execute any other documents which may be necessary or appropriate to transfer ownership of PATENTS in the United States or any other country. ASSIGNOR will also, upon request of ASSIGNEE and at the sole cost of ASSIGNEE, use its best efforts to secure the execution and delivery of any other documents by any other party which may be necessary or appropriate to transfer ownership of PATENTS in the United States or any other country.

2. B.

SINOWAY INTERNATIONAL (L.A.) INC.

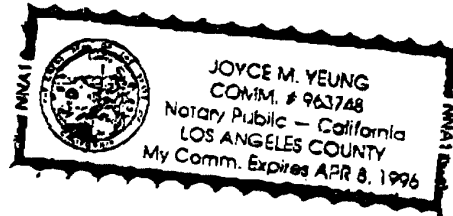
By: Zhong Bin Lu
Zhong Bin Lu, President

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

On March 13, 1996 before me, Joyce M. Yeung, personally appeared ZHONG BIN LU, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.
WITNESS my hand and official seal.

(Seal)

Joyce M. Yeung
Signature of Notary Public



ATHALON SPORT GEAR INC.

By: _____
Robert Goldner, President

STATE OF)
COUNTY OF)

On _____, 1996 before me, _____, personally appeared _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.
WITNESS my hand and official seal.

(Seal)

Signature of Notary Public