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Correspondent Name and Address	Area Code and Telephone Number	303-333-3010					
Name W. Scott Carson, Esq.	· · · · · · · · · · · · · · · · · · ·						
Address (line 1) Dorr, Carson, Sloan &	Birney, P.C.						
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Address (line 3) Denver, Colorado 80206	· · · · · · · · · · · · · · · · · · ·						
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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. Charges to deposit account are authorized, as indicated herein.							
W. Scott Carson - 27,292	W. Seith Carson	December 8, 1999					
Name of Person Signing	Signature	Date					

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PATENT REEL: 010430 FRAME: 0010

ASSIGNMENT

WHEREAS, I, Keijo J. Huotari, have invented certain new and useful improvements in a combination of a lockable, soft tonneau cover and a lockable tailgate for which an application for United States Letters Patent entitled COMBINATION OF A LOCKABLE, SOFT TONNEAU COVER AND A LOCKABLE TAILGATE was filed on September 10, 1999 receiving Serial No. 09/393,905, which application claims the benefit of U.S. Patent Application Serial No. 60/100,039 filed September 11, 1998 entitled Combination of a Lockable, Soft Tonneau Cover and a Lockable Tailgate, which application can be further identified by Dorr, Carson, Sloan & Birney, P.C. Docket No. 2060/49; and

WHEREAS, Bestop, Inc., a Delaware corporation, with a place of business at 2100 West Midway Boulevard, Broomfield, Colorado 80020, is desirous of acquiring the entire right, title, and interest in and to said invention (including in and to the above-identified applications) and any Letters Patent that may be granted for said invention in the United States and in any and all foreign countries.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) paid to me, the receipt thereof is hereby acknowledged, and other good and valuable consideration, I do sell, assign, and transfer to Bestop, Inc., its successors, legal representatives, and assigns all right, title and interest in and to said invention in the United States and its territorial possessions and in all foreign countries and in all provisional, regular, division, continuation, continuation, substitution, reexamination, reissue, and any other extension applications thereof and all Letters Patent that may issue thereon.

I hereby authorize and request the Patent and Trademark Office officials in the United States and any and all foreign countries to issue any and all of said Letters Patents when granted to Bestop, Inc., as the assignee of the entire right, title, and interest in and to the same, for the use and enjoyment of Bestop, Inc., its successors, legal representatives, and assigns.

ţ,

Further, I agree that I will communicate to Bestop, Inc., or its representatives all facts known to me in regard to said invention, and testify in any legal proceedings, sign all lawful papers, execute all provisional, regular, division, continuation, continuation-inpart, substitution, reissue, reexamination, and any other extension applications, execute all necessary assignment papers to cause any and all of said Letters Patent to be issued to Bestop, Inc., make all rightful oaths, and generally do everything necessary or desirable to aid Bestop, Inc., its successors, legal representatives, and assigns to obtain and enforce proper protection for said invention in the United States and in any foreign countries.

I hereby covenant that I have full right to convey the rights, titles, and interests assigned herein and that I have not executed and with not execute any agreement in conflict with this Assignment.

11/30/99

Date

PATENT REEL: 010430 FRAME: 0012

RECORDED: 12/13/1999