

09-06-2000



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Submission Type

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Conveyance Type

Assignment  Security Agreement

License  Change of Name

Merger  Other \_\_\_\_\_

**U.S. Government**  
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Departmental File  Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name (line 1) TAC HOLDINGS, INC. Execution Date Month Day Year 06-30-00

Name (line 2) \_\_\_\_\_

Second Party

Name (line 1) \_\_\_\_\_ Execution Date Month Day Year \_\_\_\_\_

Name (line 2) \_\_\_\_\_

Receiving Party

Mark if additional names of receiving parties attached

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

Name (line 1) LICENSED LIFESTYLES, INC.

Name (line 2) \_\_\_\_\_

Address (line 1) 4475 PEACHTREE LAKES DRIVE

Address (line 2) \_\_\_\_\_

Address (line 3) DULUTH GEORGIA 30096  
City State/Country Zip Code

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

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**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments. #

**Application Number(s) or Patent Number(s)**

Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

**Patent Application Number(s)**

**Patent Number(s)**

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

**Patent Cooperation Treaty (PCT)**

Enter PCT application number only if a U.S. Application Number has not been assigned.

PCT  PCT  PCT   
PCT  PCT  PCT

**Number of Properties**

Enter the total number of properties involved. #

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

BRENDA BARNES

JUNE 30, 2000

Name of Person Signing

Signature

Date

**EXHIBIT 4.2.8**  
**ASSIGNMENT OF CERTAIN TRADEMARKS AND PATENTS**

**This Assignment of Certain Trademarks (“Agreement”)**, by and between Licensed Lifestyles, Inc. (“LLI”) d/b/a Tag Express (“Tag”), with its principal place of business at 4475 Peachtree Lakes Drive, Duluth, Georgia 30096 and TAC Holdings, Inc. (“TAC”) is effective as of June 30, 2000.

**Whereas**, LLI and TAC have obtained certain federal trademark and patent registrations for the trade names used by Tag.

**Whereas**, pursuant to certain agreements, Tag or LLI have assigned certain marks and patents to TAC and TAC has licensed certain marks and patents to Tag;

**Whereas**, TAC and LLI wish to terminate such agreements and assign all of TAC’s rights in certain marks and patents to Tag, as more specifically set forth below.

**Now, therefore**, for good and valuable consideration, the parties agree as follows:

1. LLI and TAC Holdings hereby terminate that certain Operating Agreement dated July 1, 1994, that certain Assignment Agreement, dated July 1, 1994, and that certain License Agreement dated July 1, 1994 between LLI and TAC Holdings, and any predecessor or successor agreements or amendments, renewals or modifications therefore. Such termination shall be effective as of the date of this Agreement, as such agreements relate to the intellectual property rights used by Tag.

2. TAC hereby sell, transfer and assign to LLI all of TAC’s rights, title and interest in all of Tag’s intellectual property rights, including the trademarks of Tag, whether registered or not, including but not limited to TAC’s perpetual license to Trademark Registration Numbers 1,784,902 and 1,782,656 relating to “Trench” and the following registered rights:

<u>Trademark Name</u>	<u>Reg. No.</u>	<u>Country or State</u>
Tag Express	Reg. No. 2,036,622	USA
Licensed Lifestyles	Reg. No. 2,151,437	USA
Licensed Lifestyles	Reg. No. 2,151,436	USA
Licensed Lifestyles	Reg. No. 2,118,503	USA
Licensed Lifestyles	Reg. No. 2,120,639	USA
Licensed Lifestyles	Reg. No. 2,114,852	USA
Licensed Lifestyles	Reg. No. 2,070,072	USA

<u>Patents</u>	<u>Country</u>
Patent No. 4177750	USA

3. Tag hereby agrees to transfer, and will cause to be transferred and delivered, to TAC Holdings all of its shares of stock in TAC Holdings, Inc.

4. The validity, performance, construction and effect of this Agreement shall be governed by the laws of the State of Illinois . This Agreement may be executed in counterparts, each of which when executed and taken together shall constitute an original and but one and the same Agreement.

In Witness Hereof, the parties sign and execute this Agreement on June 30, 2000.

**Licensed Lifestyles, Inc.:**

By: Michael R. Gubler

Its: EOP

**TAC Holdings, Inc.:**

By: Brenda Barnes

Its: \_\_\_\_\_

Texas  
STATE OF ~~ILLINOIS~~ )  
 ) SS  
COUNTY OF ~~COOK~~ )  
Tarrant

The undersigned, a Notary Public, for said County and State, hereby certify that **Michael A. Ashline** and **Brenda Barnes**, personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person, and acknowledged that each signed and delivered the said instrument as their free and voluntary act and deed.

Given under my hand and seal on June 30, 2000.

*Janene K. Freel*  
\_\_\_\_\_  
Notary Public

