

Form PTO-1595 (Rev. 09/04)
OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
 DOUGLAS E. CLARK (1/19/2006),
 ALEXANDER DARDINSKI (1/20/2006),
 PETER DILLON (1/19/2006), JOHN HEALY
 (1/19/2006),

Execution Date(s): in parentheses after inventor name

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: TIE TIMBERLAND COMPANY

Internal Address: _____

Street Address: _____

200 DOMAIN DRIVE

City: STRATHAM

State: NEW HAMPSHIRE

Country: United States of America Zip: 03885

Additional name(s) & address(es) attached: Yes No

3. Nature of Conveyance:

Assignment Merger

Security Agreement Change of Name

Government Interest Assignment

Executive Order 9424, Confirmatory License

Other _____

4. Application or patent number(s): This document is being filed together with a new application.

A. Patent Application No.(s)
11/259,587

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address to whom correspondence concerning document should be mailed:

Name: Andrew T. Zidel
LERNER, DAVID, LITTENBERG,
KRUMHOLZ & MENTLIK, LLP

Internal Address: Atty. Dkt.: Timber 3.0-003 II

Street Address: 600 South Avenue West

City: Westfield

State: NJ Zip: 07090

Phone Number: (908) 518-6385

Fax Number: (908) 654-0415

Email Address: azidel@ldlkm.com

6. Total number of applications and patents involved:

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00

Authorized to be charged by credit card

Authorized to be charged to deposit account

Enclosed

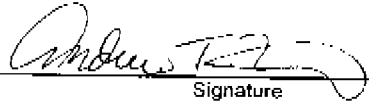
None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers _____
 Expiration Date _____

b. Deposit Account Number 12-1095
 Authorized User Name Andrew T. Zidel

9. Signature:


 Signature _____ Date January 26, 2006

Andrew T. Zidel - 45,256
 Name of Person Signing

Total number of pages including cover sheet, attachments, and documents:

CH \$40.00 121096 11269687

Form P10-1595 **RECORDATION FORM COVER SHEET (continued)**

Additional Conveying Party(ies)/Execution Date(s) (1. Continued):

Charles Kraeuter (1/25/2006), Simon Luthi (1/25/2006), and David F. Miller (1/19/2006)

Additional Assignees (2. Continued):

Assignee Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Country: _____ Zip: _____

Assignee Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Country: _____ Zip: _____

Assignee Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Country: _____ Zip: _____

Additional Applications and/or Patents (4. Continued):

Additional Patent Application Numbers
4A. Continued:

Additional Patent Numbers
4B. Continued:

Additional numbers attached?

Yes No

former PTO/SR/15 (8-00) Modified LDLK&M

ASSIGNMENT OF UTILITY APPLICATION

Docket Number (Optional)

TIMBER 3.0-003 II

Whereas, I, Douglas E. Clark of 56 Sandy Brook Drive, Durham, New Hampshire 03824

hereafter referred to as assignor, have with others invented certain new and useful improvements in SHOE FOOTBED SYSTEM AND METHOD WITH INTERCHANGEABLE CARTRIDGES

for which an application for a United States Letters Patent was filed on October 26, 2005

Application Number 11/259,587

for which an application for a United States Letters Patent was executed by me on _____ and _____

Whereas, The Timberland Company a corporation of Delaware herein referred to as "assignee" whose mailing address is 200 Domain Drive, Stratham, New Hampshire 03885


is desirous of acquiring the entire right, title and interest in the same,

NOW, THEREFORE, in consideration of the sum of one dollar (\$ 1.00), the receipt whereof is acknowledged, and other good and valuable consideration, I as assignor hereby sell, assign and set over to said assignee my entire right, title and interest for the United States of America and all other countries in and to said invention and the aforesaid utility patent application and all original, divisional, continuation, continuation-in-part, substitute or reissue applications and patents applied for or granted therefor in the United States of America and all other countries, for said invention, including without limitation all applications and patents for said invention claiming priority or benefit of the aforesaid utility application pursuant to any law or treaty, and including the right to claim such priority or benefit and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue all patents on said improvements or resulting therefrom to said assignee herein, as assignee of the entire interest therein; and the undersigned for me and my legal representatives, heirs and assigns do hereby agree and covenant without further remuneration, to execute and deliver all original, divisional, continuation, reissue and other applications for Letters Patent on said improvements and all assignments thereof to said assignee or its assigns, to communicate to said assignee or its representatives all facts known to the undersigned respecting said improvements, whenever requested, to testify in any interferences or other legal proceedings in which any of said applications or patents may become involved, to sign all lawful papers, make all rightful oaths, and to do generally everything necessary to aid assignee, its successors, assigns and nominees to obtain patent protection for said improvements in all countries, the expenses incident to said applications to be borne and paid by said assignee.

I, as assignor, hereby assign to said assignee all of my right, title and interest in United States Provisional Application No. 60/623,475, filed October 29, 2004, and United States Provisional Application No. 60/667,970, filed April 4, 2005, and in the inventions disclosed thereto in all countries of the world including the right to claim priority or benefit of said Application Nos. 60/623,475 and 60/667,970, pursuant to any law or treaty in the countries of the world.

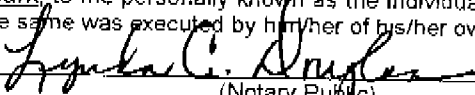
And I do hereby authorize my attorneys to insert on this deed the filing date and application number of said application when known

1/19/06
(Date)


(Signature)

State of NEW HAMPSHIRE) SS:
County of ROCKINGHAM)

On this 19 day of JANUARY, 2006 before me personally came the above-named Douglas E. Clark, to me personally known as the individual who executed the foregoing instrument, who acknowledged to me that the same was executed by him/her of his/her own free will for the purposes therein set forth


(Notary Public)

LYNDA C. DOUGLAS, Notary Public
My Commission Expires May 7, 2008

*Total of 7 forms are submitted.

former PTO/SR/15 (9-00) Modified LDLK&M

ASSIGNMENT OF UTILITY APPLICATION

Docket Number (Optional)

TIMBER 3.0-003 II

Whereas, I, Alexander Dardinski of 8 1/2 Kent Street, Newburyport, Massachusetts 01950

hereafter referred to as assignor, have with others invented certain new and useful improvements in

SHOE FOOTBED SYSTEM AND METHOD WITH INTERCHANGEABLE CARTRIDGES

for which an application for a United States Letters Patent was filed on October 26, 2005

Application Number 11/259,587

for which an application for a United States Letters Patent was executed by me on _____ and _____

Whereas, The Timberland Company

a corporation of Delaware herein referred to as "assignee" whose mailing address is

200 Domain Drive, Stratham, New Hampshire 03865

is desirous of acquiring the entire right, title and interest in the same;

NOW, THEREFORE, in consideration of the sum of one dollar (\$ 1.00), the receipt whereof is acknowledged, and other good and valuable consideration, I as assignor hereby sell, assign and set over to said assignee my entire right, title and interest for the United States of America and all other countries in and to said invention and the aforesaid utility patent application and all original, divisional, continuation, continuation-in-part, substitute or reissue applications and patents applied for or granted therefor in the United States of America and all other countries, for said invention, including without limitation all applications and patents for said invention claiming priority or benefit of the aforesaid utility application pursuant to any law or treaty, and including the right to claim such priority or benefit and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue all patents on said improvements or resulting therefrom to said assignee herein, as assignee of the entire interest therein, and the undersigned for me and my legal representatives, heirs and assigns do hereby agree and covenant without further remuneration, to execute and deliver all original, divisional, continuation, reissue and other applications for Letters Patent on said improvements and all assignments thereof to said assignee or its assigns, to communicate to said assignee or its representatives all facts known to the undersigned respecting said improvements, whenever requested, to testify in any interferences or other legal proceedings in which any of said applications or patents may become involved, to sign all lawful papers, make all rightful oaths, and to do generally everything necessary to aid assignee, its successors, assigns and nominees to obtain patent protection for said improvements in all countries, the expenses incident to said applications to be borne and paid by said assignee

I, as assignor, hereby assign to said assignee all of my right, title and interest in United States Provisional Application No. 60/623,475, filed October 29, 2004, and United States Provisional Application No. 60/667,970, filed April 4, 2005, and in the inventions disclosed thereto in all countries of the world including the right to claim priority or benefit of said Application Nos. 60/623,475 and 60/667,970, pursuant to any law or treaty in the countries of the world.

And I do hereby authorize my attorneys to insert on this deed the filing date and application number of said application when known.

1/20/2006
(Date)

Alexander Dardinski
(Signature)

State of NEW HAMPSHIRE SS:
County of ROCKINGHAM

On this 20 day of JANUARY, 2006 before me personally came the above-named Alexander Dardinski, to me personally known as the individual who executed the foregoing instrument, who acknowledged to me that the same was executed by him/her of his/her own free will for the purposes therein set forth.

Lynda C. Douglas
(Notary Public)

LYNDA C. DOUGLAS, Notary Public
My Commission Expires May 7, 2008

*Total of 7 forms are submitted.

formal PTO/SB/15 (3-00) Modified LCLK 3M

ASSIGNMENT OF UTILITY APPLICATION

Docket Number (Optional)

TIMBER 3.0-003 II

Whereas, I, Peter Dillon of 9 Brook Road, Topsfield, Massachusetts 01983

hereafter referred to as assignor, have with others invented certain new and useful improvements in

SHOE FOOTBED SYSTEM AND METHOD WITH INTERCHANGEABLE CARTRIDGES

for which an application for a United States Letters Patent was filed on October 26, 2005

Application Number 11/259,587

for which an application for a United States Letters Patent was executed by me on _____ and

Whereas, The Timberland Company a corporation of Delaware herein referred to as "assignee" whose mailing address is

200 Domain Drive, Stratham, New Hampshire 03885

is desirous of acquiring the entire right, title and interest in the same;

NOW, THEREFORE, in consideration of the sum of one dollar (\$ 1.00), the receipt whereof is acknowledged, and other good and valuable consideration, I as assignor hereby sell, assign and set over to said assignee my entire right, title and interest for the United States of America and all other countries in and to said invention and the aforesaid utility patent application and all original, divisional, continuation, continuation-in-part, substitute or reissue applications and patents applied for or granted therefor in the United States of America and all other countries, for said invention, including without limitation all applications and patents for said invention claiming priority or benefit of the aforesaid utility application pursuant to any law or treaty, and including the right to claim such priority or benefit and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue all patents on said improvements or resulting therefrom to said assignee herein, as assignee of the entire interest therein; and the undersigned for me and my legal representatives, heirs and assigns do hereby agree and covenant without further remuneration, to execute and deliver all original, divisional, continuation, reissue and other applications for Letters Patent on said improvements and all assignments thereof to said assignee or its assigns, to communicate to said assignee or its representatives all facts known to the undersigned respecting said improvements, whenever requested, to testify in any interferences or other legal proceedings in which any of said applications or patents may become involved, to sign all lawful papers, make all rightful oaths, and to do generally everything necessary to aid assignee, its successors, assigns and nominees to obtain patent protection for said improvements in all countries, the expenses incident to said applications to be borne and paid by said assignee.

And I do hereby authorize my attorneys to insert on this deed the filing date and application number of said application when known.

1/19/20
(Date)

Peter Dillon
(Signature)

State of NEW HAMPSHIRE) ss:
County of ROCKINGHAM)

On this 19 day of JANUARY, 2006 before me personally came the above-named Peter Dillon, to me personally known as the individual who executed the foregoing instrument, who acknowledged to me that the same was executed by him/her of his/her own free will for the purposes therein set forth.

Lynda C. Douglas
(Notary Public)

LYNDA C. DOUGLAS, Notary Public
My Commission Expires May 7, 2008

*Total of 7 forms are submitted.

Form PTO/SB/15 (8-00) Modified LCLKM

ASSIGNMENT OF UTILITY APPLICATION

Docket Number (Optional)

TIMBER 3.0-003 II

Whereas, I, John Healy of 24 Moharimet Drive, Madbury, New Hampshire 03820

hereafter referred to as assignor, have with others invented certain new and useful improvements in

SHOE FOOTBED SYSTEM AND METHOD WITH INTERCHANGEABLE CARTRIDGES

[x] for which an application for a United States Letters Patent was filed on October 26, 2005

Application Number 11/259,587

[] for which an application for a United States Letters Patent was executed by me on and

Whereas, The Timberland Company a corporation of Delaware herein referred to as "assignee" whose mailing address is 200 Domain Drive, Stratham, New Hampshire 03885

is desirous of acquiring the entire right, title and interest in the same;

NOW, THEREFORE, in consideration of the sum of one dollar (\$ 1.00), the receipt whereof is acknowledged, and other good and valuable consideration, I as assignor hereby sell, assign and set over to said assignee my entire right, title and interest for the United States of America and all other countries in and to said invention and the aforesaid utility patent application and all original, divisional, continuation, continuation-in-part substitute or reissue applications and patents applied for or granted therefor in the United States of America and all other countries, for said invention, including without limitation all applications and patents for said invention claiming priority or benefit of the aforesaid utility application pursuant to any law or treaty, and including the right to claim such priority or benefit and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue all patents on said improvements or resulting therefrom to said assignee herein, as assignee of the entire interest therein; and the undersigned for me and my legal representatives, heirs and assigns do hereby agree and covenant without further remuneration, to execute and deliver all original, divisional, continuation, reissue and other applications for Letters Patent on said improvements and all assignments thereof to said assignee or its assigns, to communicate to said assignee or its representatives all facts known to the undersigned respecting said improvements, whenever requested, to testify in any interferences or other legal proceedings in which any of said applications or patents may become involved, to sign all lawful papers, make all rightful oaths, and to do generally everything necessary to aid assignee, its successors, assigns and nominees to obtain patent protection for said improvements in all countries, the expenses incident to said applications to be borne and paid by said assignee.

I, as assignor, hereby assign to said assignee all of my right, title and interest in United States Provisional Application No. 60/623,475, filed October 29, 2004, and United States Provisional Application No. 60/667,970, filed April 4, 2005, and in the inventions disclosed thereto in all countries of the world including the right to claim priority or benefit of said Application Nos. 60/623,475 and 60/667,970, pursuant to any law or treaty in the countries of the world.

And I do hereby authorize my attorneys to insert on this deed the filing date and application number of said application when known.

1/19/2006 (Date)

[Signature] (Signature)

State of NEW HAMPSHIRE ss: County of ROCKINGHAM

On this 19 day of JANUARY 2006 before me personally came the above-named John Healy, to me personally known as the individual who executed the foregoing instrument, who acknowledged to me that the same was executed by him/her of his/her own free will for the purposes therein set forth.

[Signature] (Notary Public)

LYNDA C. DOUGLAS, Notary Public My Commission Expires May 7, 2008

[x] *Total of 7 forms are submitted.

ASSIGNMENT OF UTILITY APPLICATION

former PTO/SB/15 (8-00) Modified LDLKM

Docket Number (Optional)

TIMBER 3.0-003 II

Whereas, I, Charles Kraeuter of 34 Wheatherstone, Lake Oswego, Oregon 97035

hereafter referred to as assignor, have with others invented certain new and useful improvements in SHOE FOOTBED SYSTEM AND METHOD WITH INTERCHANGEABLE CARTRIDGES

for which an application for a United States Letters Patent was filed on October 26, 2005

Application Number 11/259,587

for which an application for a United States Letters Patent was executed by me on _____ and _____

Whereas, The Timberland Company a corporation of Delaware herein referred to as "assignee" whose mailing address is 200 Domain Drive, Stratham, New Hampshire 03885

is desirous of acquiring the entire right, title and interest in the same;

NOW, THEREFORE, in consideration of the sum of one dollar (\$ 1.00), the receipt whereof is acknowledged, and other good and valuable consideration, I as assignor hereby sell, assign and set over to said assignee my entire right, title and interest for the United States of America and all other countries in and to said invention and the aforesaid utility patent application and all original, divisional, continuation, continuation-in-part, substitute or reissue applications and patents applied for or granted therefor in the United States of America and all other countries, for said invention, including without limitation all applications and patents for said invention claiming priority or benefit of the aforesaid utility application pursuant to any law or treaty, and including the right to claim such priority or benefit and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue all patents on said improvements or resulting therefrom to said assignee herein, as assignee of the entire interest therein; and the undersigned for me and my legal representatives, heirs and assigns do hereby agree and covenant without further remuneration, to execute and deliver all original, divisional, continuation, reissue and other applications for Letters Patent on said improvements and all assignments thereof to said assignee or its assigns, to communicate to said assignee or its representatives all facts known to the undersigned respecting said improvements, whenever requested, to testify in any interferences or other legal proceedings in which any of said applications or patents may become involved, to sign all lawful papers, make all rightful oaths, and to do generally everything necessary to aid assignee, its successors, assigns and nominees to obtain patent protection for said improvements in all countries, the expenses incident to said applications to be borne and paid by said assignee.

I, as assignor, hereby assign to said assignee all of my right, title and interest in United States Provisional Application No. 60/623,475, filed October 26, 2004, and United States Provisional Application No. 60/667,970, filed April 4, 2005, and in the inventions disclosed thereto in all countries of the world including the right to claim priority or benefit of said Application Nos. 60/623,475 and 60/667,970, pursuant to any law or treaty in the countries of the world.

And I do hereby authorize my attorneys to insert on this deed the filing date and application number of said application when known.

1-25-2006
(Date)

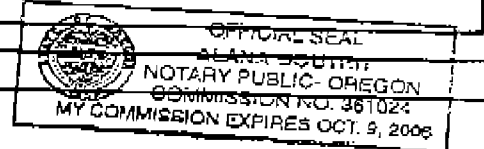
CKRAEUT
(Signature)

State of Oregon) SS:
County of MULTNOMAH

On this 25 day of January 2006 before me personally came the above-named Charles Kraeuter, to me personally known as the individual who executed the foregoing instrument, who acknowledged to me that the same was executed by him/her of his/her own free will for the purposes therein set forth.

Clara B. Burt
(Notary Public)

Total of 7 forms are submitted.



ASSIGNMENT OF UTILITY APPLICATION

former PTO/SB/15 (8-00) Modified LDLK&M

Docket Number (Optional)

TIMBER 3.0-003 II

Whereas, I, Simon Luthi of 6077 SW Denton Drive, Lake Oswego, Oregon 97035

hereafter referred to as assignor, have with others invented certain new and useful improvements in SHOE FOOTBED SYSTEM AND METHOD WITH INTERCHANGEABLE CARTRIDGES

for which an application for a United States Letters Patent was filed on October 26, 2005

Application Number 11/259,587

for which an application for a United States Letters Patent was executed by me on _____ and _____

Whereas, The Timberland Company a corporation of Delaware herein referred to as "assignee" whose mailing address is 200 Domain Drive, Stratham, New Hampshire 03885

is desirous of acquiring the entire right, title and interest in the same;

NOW, THEREFORE, in consideration of the sum of one dollar (\$ 1.00), the receipt whereof is acknowledged, and other good and valuable consideration, I as assignor hereby sell, assign and set over to said assignee my entire right, title and interest for the United States of America and all other countries in and to said invention and the aforesaid utility patent application and all original, divisional, continuation, continuation-in-part, substitute or reissue applications and patents applied for or granted therefor in the United States of America and all other countries, for said invention, including without limitation all applications and patents for said invention claiming priority or benefit of the aforesaid utility application pursuant to any law or treaty, and including the right to claim such priority or benefit and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue all patents on said improvements or resulting therefrom to said assignee herein, as assignee of the entire interest therein; and the undersigned for me and my legal representatives, heirs and assigns do hereby agree and covenant without further remuneration, to execute and deliver all original, divisional, continuation, reissue and other applications for Letters Patent on said improvements and all assignments thereof to said assignee or its assigns, to communicate to said assignee or its representatives all facts known to the undersigned respecting said improvements, whenever requested, to testify in any interferences or other legal proceedings in which any of said applications or patents may become involved, to sign all lawful papers, make all rightful oaths, and to do generally everything necessary to aid assignee, its successors, assigns and nominees to obtain patent protection for said improvements in all countries, the expenses incident to said applications to be borne and paid by said assignee.

I, as assignor, hereby assign to said assignee all of my right, title and interest in United States Provisional Application No. 60/823,475, filed October 29, 2004, and United States Provisional Application No. 60/667,970, filed April 4, 2005, and in the inventions disclosed thereto in all countries of the world including the right to claim priority or benefit of said Application Nos. 60/823,475 and 60/667,970, pursuant to any law or treaty in the countries of the world.

And I do hereby authorize my attorneys to insert on this deed the filing date and application number of said application when known.

1-25-06

(Date)

[Signature]

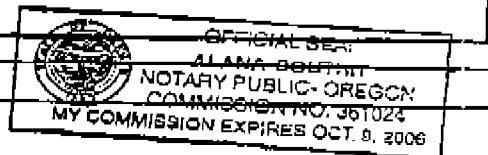
(Signature)

State of Oregon) SS:
County of Multnomah

On this 25 day of January, 2006 before me personally came the above-named Simon Luthi, to me personally known as the individual who executed the foregoing instrument, who acknowledged to me that the same was executed by him/her of his/her own free will for the purposes therein set forth.

[Signature]
(Notary Public)

*Total of 7 forms are submitted.



former P10/SB/15 (8-00) Modified LDLMK&M

ASSIGNMENT OF UTILITY APPLICATION

Docket Number (Optional)

TIMBER 3.0-003 II

Whereas, I, David E. Miller of 157 River Ridge Drive, Dayton, Maine 04005

hereafter referred to as assignor, have with others invented certain new and useful improvements in SHOE FOOTBED SYSTEM AND METHOD WITH INTERCHANGEABLE CARTRIDGES

for which an application for a United States Letters Patent was filed on October 26, 2005

Application Number 11/259,587

for which an application for a United States Letters Patent was executed by me on _____ and _____

Whereas, The Timberland Company a corporation of Delaware herein referred to as "assignee" whose mailing address is 200 Domain Drive, Stratham, New Hampshire 03885

is desirous of acquiring the entire right, title and interest in the same;

NOW, THEREFORE, in consideration of the sum of one dollar (\$ 1.00), the receipt whereof is acknowledged, and other good and valuable consideration, I as assignor hereby sell, assign and set over to said assignee my entire right, title and interest for the United States of America and all other countries in and to said invention and the aforesaid utility patent application and all original, divisional, continuation, continuation-in-part, substitute or reissue applications and patents applied for or granted therefor in the United States of America and all other countries, for said invention, including without limitation all applications and patents for said invention claiming priority or benefit of the aforesaid utility application pursuant to any law or treaty, and including the right to claim such priority or benefit and the Commissioner of Patents and Trademarks is hereby authorized and requested to issue all patents on said improvements or resulting therefrom to said assignee herein, as assignee of the entire interest therein; and the undersigned for me and my legal representatives, heirs and assigns do hereby agree and covenant without further remuneration, to execute and deliver all original, divisional, continuation, reissue and other applications for Letters Patent on said improvements and all assignments thereof to said assignee or its assigns, to communicate to said assignee or its representatives all facts known to the undersigned respecting said improvements, whenever requested, to testify in any interferences or other legal proceedings in which any of said applications or patents may become involved, to sign all lawful papers, make all rightful oaths, and to do generally everything necessary to aid assignee, its successors, assigns and nominees to obtain patent protection for said improvements in all countries, the expenses incident to said applications to be borne and paid by said assignee.

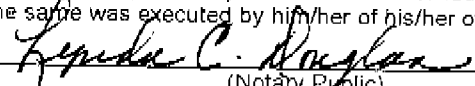
And I do hereby authorize my attorneys to insert on this deed the filing date and application number of said application when known.

1 13 06
(Date)


(Signature)

State of NEW HAMPSHIRE) SS:
County of ROCKINGHAM)

On this 19 day of JANUARY, 2006 before me personally came the above-named David E. Miller, to me personally known as the individual who executed the foregoing instrument, who acknowledged to me that the same was executed by him/her of his/her own free will for the purposes therein set forth.


(Notary Public)

LYNDA C. DOUGLAS, Notary Public
My Commission Expires May 7, 2008

*Total of 7 forms are submitted