

09-05-2001



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8-15-01

I certify that the attached Recordation Cover Sheet for Trademarks Only for the mark UNIRAC, Registration No. 2,424,516 is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. §1.10 on the date subscribed, in an envelope addressed to: Assistant Commissioner for Trademarks, BOX ASSIGNMENTS, Arlington, Virginia 22202-3513, on the 15 day of August, 2001.

Ray R. Regan, Attorney for Applicant

Express Mail Label No. ET055781709US
Attorney Docket No. 2164.002

Recordation Cover Sheet
TRADEMARKS ONLY
Revised April 14, 2000

To the Honorable Commissioner of Patents and Trademarks:
As provided in 37 C.F.R. §3.31, please record the attached original document or copy.

To: Commissioner of Patents and Trademarks
Attention: Assistant Commissioner for Trademarks
BOX ASSIGNMENTS
Washington, D.C. 20231

1. Name of Party conveying an interest: John E. Liebendorfer

- Individual
- Association
- General Partnership
- Corporation-State
- Limited Partnership
- Other

2. Name and Address of Party receiving an interest:

Name: UniRac, Inc., a New Mexico corporation
Internal Address:
Street Address: 2300 Buena Vista, S.E., Suite 134
City: Albuquerque
State: New Mexico
Zip: 87106

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TRADEMARK
REEL: 002361 FRAME: 0350

Entity:

- Individual
- Association
- General Partnership
- Corporation-State of New Mexico
- Limited Partnership
- Other
- Citizenship

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

3. Interest Conveyed or Transaction to be Recorded:

- Assignment Change of Name Security Agreement Merger
- Other

4. Application number(s) or registration number: Registration No. 2,424,516, dated January 30, 2001

Additional sheet attached?

- Yes
- No

A. Trademark Application Registration No. 2,424,516, dated January 30, 2001

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

Name: Ray R. Regan, Esq.
Attorney for Receiving Party
Internal Address: P.O. Box 1442
Corrales, New Mexico 87048
Street Address: 5120 San Francisco, N.E.
Albuquerque, New Mexico 87109
Telephone: (505) 897-7200
Facsimile: (505) 897-7201
Email: rayregan@home.com

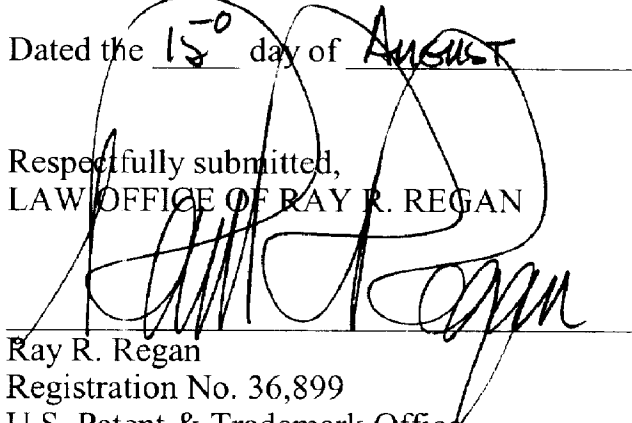
6. Number of applications and registrations involved: 1

7. Amount of fee enclosed or authorized to be charged: \$40.00

8. Deposit account number (attach duplicate copy of this form if paying by deposit account):
If the enclosed fee for filing the enclosed document is inadequate, **Deposit Account Number 501565** may be debited for the additional filing fee required.
9. Date of execution of attached document(s): July 31, 2001
10. To the best of my knowledge and belief, the information contained in this Cover Sheet is true and correct, and any copy of a document submitted with this Cover Sheet is a true and correct copy of the original document.

Dated the 15th day of AUGUST, 2001

Respectfully submitted,
LAW OFFICE OF RAY R. REGAN


Ray R. Regan
Registration No. 36,899
U.S. Patent & Trademark Office

Mailing Address:

P.O. Box 1442

Corrales, New Mexico 87048

Street Address:

5120 San Francisco, NE

Albuquerque, New Mexico 87109

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Facsimile (505) 897-7201

E-mail rayregan@home.com

ASSIGNMENT OF UNITED STATES TRADEMARK

from
John E. Liebendorfer ("Assignor")
to
UniRac, Inc. ("Assignee")

IN CONSIDERATION of the mutual promises and covenants provided for in this *Assignment of United States Trademark* ("Assignment"), Assignor and Assignee agree that:

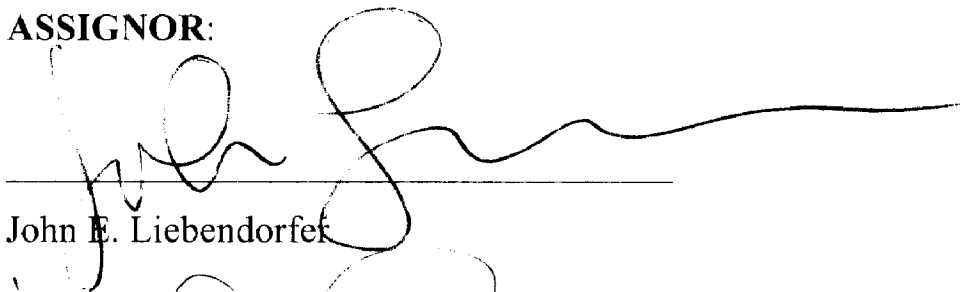
Whereas, Assignor, of 301 Solano, N.E., Albuquerque, New Mexico 87108, has adopted, used and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 2,424,516, dated January 30, 2001 ("Mark"); and

Whereas UniRac, Inc., a New Mexico corporation, with principal offices at 2300 Buena Vista, S.E., Suite 134, Albuquerque, New Mexico 87106, desires to acquire the Mark and the registration in connection with the Mark;

NOW, THEREFORE, Assignor as original registrant of the Mark, assigns to Assignee the entire right, title and interest of Assignor in and to the Mark, together with the good will of the business in which the Mark is used, symbolized by the Mark and registration of the Mark, as part of the entire business to which the mark pertains. Assignee confirms that Assignee is the successor to the ongoing and existing business of Assignor as provided in 15 U.S.C. § 1060.

Dated this 31 day of July, 2001.

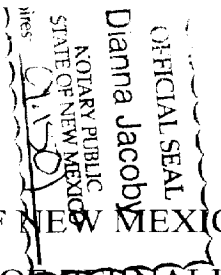
ASSIGNOR:



John E. Liebendorfer







STATE OF NEW MEXICO)
COUNTY OF BERNALILLO)

The foregoing instrument was acknowledged before me this 31 day of July 2001, by John E. Liebendorfer.

[Signature]
Notary Public
My Commission Expires on: 9/15/01