

12/19/02

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

LaSalle Bank National Association, as Agent

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other National Association

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 12/12/02

2. Name and address of receiving party(ies)

Name: General Electric Capital Corporation, as Agent

Internal

Address:

Street Address: 225 Madison Ave., 12th Floor

City: New York State: NY Zip: 06927

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State DE Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

See Attached Schedule A

B. Trademark Registration No.(s)

See Attached Schedule A

Additional number(s) attached Yes No

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

Name: Kristin Brozovic

Internal Address:

Street Address: Latham & Watkins 233 S. Wacker Dr., Suite 5800

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 3.41) \$ 365.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Kristin Brozovic Name of Person Signing

Kristin Brozovic Signature

12/18/02

Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

12/20/2002 TDIAZI 00000050 73146719

01 FC:8521 02 FC:8522

40.00 DP 325.00 DP

**Schedule A**

<b>TRADEMARKS IN THE NAME OF <u>FIRST TEXAS PRODUCTS, L.P.</u></b>			
<u>MARK</u>	<u>SERIAL NO./ FILING DATE</u>	<u>REGISTRATION NO./ REG. DATE</u>	<u>STATUS</u>
TREASURE TRACKER	73-146,719 10/31/77	1,139,177 9/2/80	ABANDONED 3/2/2001
TIME MACHINE	74-634,457 2/13/95	1,944,268 12/26/95	ABANDONED
TRACKER	74-705,955 7/25/95	2,074,956 7/1/97	REGISTERED
TIME RANGER	75-129,688 7/3/96	2,085,749 8/5/97	REGISTERED
SENTRON	75-193,119 10/28/96	2,112,232 11/11/97	ABANDONED
TIME TRAVELER	75-193,113 10/28/96	2,114,044 11/18/97	ABANDONED
SMART TRAC	75-193,118 10/28/96	2,126,995 12/6/98	REGISTERED
DUAL TRAC	74/182581 7/5/91	1,698,891 7/7/92	REGISTERED
GROUNDTRAC	74/182580 7/5/91	1,698,890 7/7/92	REGISTERED
BOUNTY HUNTER DESIGN	74/542,129 8/25/98	2,287,771 10/19/99	REGISTERED
BOUNTY HUNTER (WORDS)	75/542,662 8/25/98	2,281,544 9/28/99	REGISTERED
TEKNETICS & DESIGN	75,542,130 8/25/98	2,292,558 11/16/99	REGISTERED
XL	74/608,430 12/8/94		ABANDONED
AUTO TRAC	74/182,389 7/5/91		ABANDONED

Applications: None.

## TRADEMARK ASSIGNMENT

Dated: December 12, 2002

WHEREAS, First Texas Products, L.P. ("Grantor") owns all rights, title and interest to the trademarks listed on Schedule A ("Trademarks"), and licenses listed on Schedule B ("Licenses") both attached hereto;

WHEREAS, pursuant to that Trademark Security Agreement dated as of May 14, 2001 ("Trademark Security Agreement"), between Grantor and LaSalle Bank National Association, as Agent for the financial institutions party to that certain Credit Agreement dated as of May 14, 2001, among Grantor, JNL Trading Company, L.P., such financial institutions and LaSalle Bank National Association ("Assignor"), Grantor has granted Assignor a security interest, with power of sale to the extent permitted by applicable law, in the Trademarks and Licenses; and

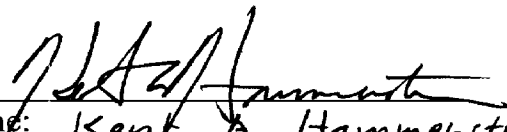
WHEREAS, pursuant to that certain Omnibus Amendment Agreement dated as of December \_\_, 2002, by and between JNL Trading Company, L.P., Grantor, Assignor, and General Electric Capital Corporation ("Assignee"), the Assignor has agreed to assign and transfer to Assignee all rights, interest and privileges to the Trademarks and Licenses.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Trademarks and Licenses, together with the goodwill associated therewith, including, without limitation, all rights to sue at law or in equity for any past, present or future infringement thereof, and to receive all proceeds and damages therefrom, to be held and enjoyed by Assignee, its successors and assigns, as fully as the same would have been held and enjoyed by Assignor had this assignment and sale not been made.

**[Signature Page Follows]**

IN WITNESS WHEREOF, the Assignor has caused this Trademark Assignment to be executed and delivered as of the date first above written.

**LASALLE BANK NATIONAL ASSOCIATION, as Agent**

By:   
Name: Kent A. Hammett  
Title: Group Senior Vice President

**GENERAL ELECTRIC CAPITAL CORPORATION**

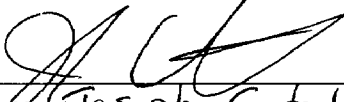
By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, the Assignor has caused this Trademark Assignment to be executed and delivered as of the date first above written.

**LASALLE BANK NATIONAL ASSOCIATION, as Agent**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**GENERAL ELECTRIC CAPITAL CORPORATION**

By:  \_\_\_\_\_  
Name: Joseph Castellano  
Title: Senior Vice President

**Schedule A**

TRADEMARKS IN THE NAME OF <u>FIRST TEXAS PRODUCTS, L.P.</u>			
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XL	74/608,430 12/8/94		ABANDONED
AUTO TRAC	74/182,389 7/5/91		ABANDONED

Applications: None.

**Schedule B**

Licenses Agreements: None.