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Y

To the Honorable Commissioner of

100726103

attached original documents or copy thereof.

MRD 5-14-98

1. Name of conveying party(ies):

Cool Zone Products & Promotions, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: May 8, 1998

2. Name and address of receiving party(ies)

Name: Cool Zone, Inc.

Internal Address: _____

Street Address: 9730 Distribution Avenue
San Diego, CA 92121

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- 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 patent number(s):

A. Trademark Application No.(s)

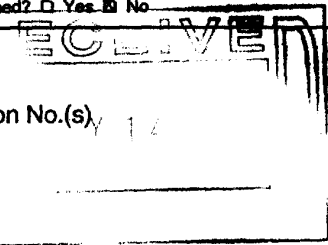
06/01/1998 DCOATES 00000173 2100653

01 FC:481 40.00 OP
02 FC:482 25.00 OP

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

2,100,653
2,007,770



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

Name: Stephan P. Gribok

Internal Address: ECKERT SEAMANS CHERIN
& MELLOTT

Street Address: 1700 Market Street
Suite 3232

City: Phila State: PA ZIP: 19103

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

STEPHAN GRIBOK
Name of Person Signing

Signature

5-12-98
Date

7815-29

Total number of pages including cover sheet, attachments, and document: 3

To: Harris Jaffe

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, is made between COOL ZONE PRODUCTS & PROMOTIONS, INC., a Delaware corporation having an address 5754 Pacific Center Boulevard, Suite 201, San Diego, CA 92121 (hereinafter "ASSIGNOR") and COOL ZONE, INC., a corporation of New York having an address 9730 Distribution Avenue, San Diego, CA 92121 (hereinafter "ASSIGNEE");

WHEREAS, ASSIGNOR is the owner of the following trademarks and United States trademark registrations (hereinafter referred to as the "Marks"), together with the goodwill of the business connected with the use of the Marks (the "Goodwill"):

<u>MARK</u>	<u>REG. NO.</u>	<u>GRANTED</u>
COOL ZONE	2,100,653	9/30/97
COOL ZONE	2,007,770	10/15/96

WHEREAS, ASSIGNOR wishes to assign and transfer the Marks and the Goodwill to ASSIGNEE;

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby grant, convey, assign, transfer, set over to and vest in ASSIGNEE, its successors and assigns, all of ASSIGNOR's right, title and interest, legal and equitable, in and to the Marks and the Goodwill.

This Assignment is executed this 8th day of May, 1998.

COOL ZONE PRODUCTS & PROMOTIONS, INC. (ASSIGNOR)

Christopher Mieh

by: Christopher Mieh

Vice President

title