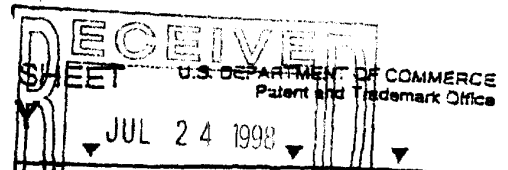


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To the Honorable Commissioner of Patents and Trademarks, Please return the attached original documents or copy thereof.

MRD 7-22-98

1. Name of conveying party(ies):

NuZone Products Corporation

- Individual(s)
- General Partnership
- Corporation-State Texas
- 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: April 30, 1998

2. Name and address of receiving party(ies)

Name: Strata International, Inc.

Internal Address:

Street Address: 2550 49th Street, No. 7

City: Boulder State: CO ZIP: 80301

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

Ser. No. 75/367,003, filed 10/2/97
 Ser. No. 75/317,079, filed 6/30/97
 Ser. No. 75/317,078, filed 6/30/97

B. Trademark Registration No.(s)

Reg. No. 1,750,758
 Reg. No. 2,143,936

Additional numbers attached? Yes No

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

Name: Carol J. Hampf

Internal Address: Carol J. Hampf, P.C.

Street Address: 1919 14th Street, Suite 330

City: Boulder State: CO ZIP: 80302

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41).....\$ 140.00

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.

Carol J. Hampf

Name of Person Signing

Signature

July 22, 1998

Date

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

3

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

07/27/1998 MCORTES 00000103 75367003

01 FC:481
02 FC:482

40.00 DP
100.00 DP

TRADEMARK ASSIGNMENT

WHEREAS, NuZone Products Corporation ("NuZone"), a Texas corporation having a business address of P.O. Box 200185, Arlington, Texas 76006, is the sole owner of the exclusive right, title, and interest in and to each of the following trademarks or service marks, each of which NuZone has adopted, used and is using:

BUCKLE BUDDY	Federal Trademark Reg. No. 1,750,758, Registered 02/02/93; Assigned to NuZone by document recorded on 04/28/95 in the U.S. Patent and Trademark Office, Reel/Frame 1350/0328;
BABY TUNES	Federal Trademark Reg. No. 2,143,936 Registered 03/17/98; and
NUZONE	Not registered; used in connection with the wholesale distribution of products for children;

WHEREAS, NuZone has intended to use the following marks in interstate commerce and has filed applications in the United States Patent and Trademark Office based on its bona fide intent to use each of the following marks in commerce, but has not yet filed an allegation of use of any of the marks under Section 1(c) or 1(d) of the Trademark Act:

PLAYFIELDS	Ser. No. 75/367,003, filed 10/02/97;
SNACK PAL	Ser. No. 75/317,079, filed 06/30/97; and
SANI-PHONE	Ser. No. 75/317,078, filed 06/30/97;

WHEREAS, Strata International, Inc. ("Strata"), a Colorado corporation, having a business address at 2550 49th Street, No. 7, Boulder, Colorado 80301, is desirous of acquiring each of the above trademarks, registrations, pending applications, and the goodwill associated with each mark that has been used by NuZone;

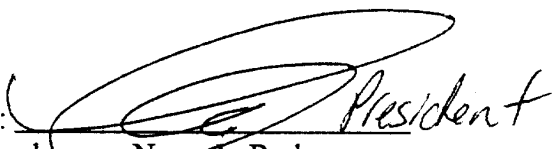
WHEREAS, Strata is acquiring the entire business, or portion thereof, to which each of the above-identified marks pertains as required by 15 U.S.C. § 1060;

NOW, THEREFORE, for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration paid to NuZone Products Corporation, the receipt of which is hereby acknowledged, NuZone Products Corporation does hereby assign, sell, and transfer, unto Strata International, Inc., as part of the entire business or portion thereof to which each said mark pertains as required by 15 U.S.C. § 1060, its entire right, title, and interest, including rights throughout the world to the extent NuZone has such rights, in and to each of the said trademarks; registrations, pending applications, and the good will of the business with which each said trademark is associated *except* all claims for damages or loss of profits by

reason of any and all past infringement of each said trademark. NuZone explicitly retains the rights to all claims for damages or loss of profits by reason of any and all past infringement of each and any of the above-referenced trademarks; *provided, however*, that damages or loss of profits by reason of any past infringement of the BUCKLE BUDDY mark referred to above shall be governed by the Agreement between NuZone and Strata to cooperate in trademark infringement litigation of even date with this Agreement.

IN TESTIMONY WHEREOF, NuZone Products Corporation has caused these presents to be signed by its duly authorized officer.

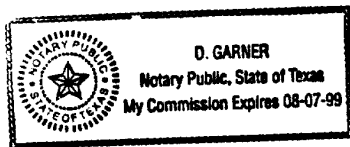
NuZone Products Corporation, a Texas corporation

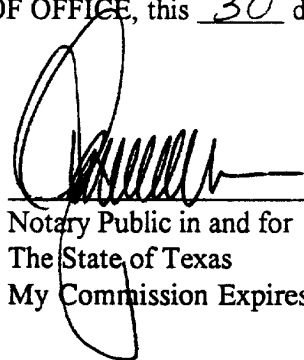
By: 
Typed name: Nancy L. Burke
Title: President

STATE OF TEXAS
COUNTY OF DALLAS

BEFORE ME, the undersigned authority, a Notary Public in and for DALLAS County, Texas, on this day personally appeared before me Nancy L. Burke, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same for the purposes and consideration therein expressed and the capacity therein stated as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 30 day of April, 1998.




Notary Public in and for
The State of Texas
My Commission Expires: