

09-18-1998

9398
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100830439

To the Honorable Commissioner

and the attached original documents or copy thereof

1. Name of conveying party(ies):

3D PLANET LLC

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

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

2. Name and address of receiving party(ies):

Name: 3D PLANET INC

Internal Address: 23586 Calabasas Rd, Ste 100

Street Address: _____

City: Calabas State: CA ZIP: 91302

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

3. Nature of conveyance:

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

Execution Date: _____

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

A. Trademark Application No.(s)

75/263,977

B. Trademark registration No.(s)

2,274,641
2,274,642
2,274,643
2,274,644

Additional numbers attached? Yes No

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

Name: PETER MEICHLER

Internal Address: TRUMP STEUBER RASICH

REDDICK + TOBEY

Street Address: 2029 CENTURY PARK EAST

24th Floor

City: LOS ANGELES State: CA ZIP: 90067

6. Total number of applications and registrations involved: _____

5

7. Total fee (37 CFR 3.41):..... \$ 140⁰⁰

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

20-1500

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

09/18/1998 JSHBRAZZ 00000022 201500 75263977

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 100.00 CH

40E

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:

JIMMY B. SMITH
Name of Person Signing:

[Signature]
Signature:

9-3-98
Date

Total number of pages comprising cover sheet: _____

1

UNITED STATES OF AMERICA

ASSIGNMENT

WHEREAS, 3D PLANET LLC, a California limited liability company, located at 23586 Calabasas Road, Ste. 100, Calabasas, California 91302, has adopted, used and registered (or applied for registration) the Trademarks listed in the attached schedule, in the United States;

WHEREAS, 3D PLANET INC., a California corporation, located at 23586 Calabasas Road, Ste. 100, Calabasas, California 91302, is desirous of acquiring said marks and the registrations thereof and applications therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said 3D PLANET LLC does hereby assign unto said 3D PLANET INC. all rights, title and interest, with the goodwill therein, in and to the said trademarks, applications and registrations.

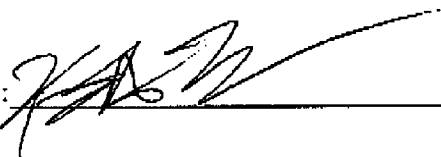
3D PLANET LLC

DATED: 9-3-98

By: 

Agreed and accepted this 3rd day of September, 1998.

3D PLANET INC.

By: 

SCHEDULE

Trademark

Serial No.

3D PLANET

75/263,977

Trademark

Registration No.

GEOWARP TECHNOLOGY

2,274,641

BOUNDLESS 3D CHARACTER ENGINE

2,174,642

3D ASSISTANT

2,174,643

IQ MODULES


2,174,644

Trademark 3D PLANET
Serial No. 75/263,977

POWER OF ATTORNEY

Applicant hereby appoints PETER M. EICHLER, ESQ., C. DENNIS LOOMIS, ESQ., PAUL R. KATZ, ESQ., TODD B. SEROTA, ESQ., and BRIAN W. KASELL, Esq., of TROOP STEUBER PASICH REDDICK & TOBEY, LLP,, its attorneys, with offices at 2029 Century Park East, 24th Floor, Los Angeles, California 90067-3010 (telephone 310/728-3200), to prosecute this application for recordation of assignment, with full power of substitution and revocation, to transact all business in the United States Patent and Trademark Office connected therewith and to receive the Proof of Recordal.

3D PLANET INC.

By: 
Name KEVIN ZOMBER
Title PRESIDENT

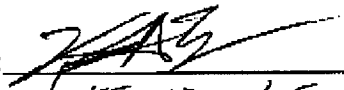
Dated: 9-3-98

Trademark GEOWARP TECHNOLOGY
Reg. No. 2,274,641

POWER OF ATTORNEY

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3D PLANET INC.

By: 
KEVIN Zrombar Name
President Title

Dated: 03.98

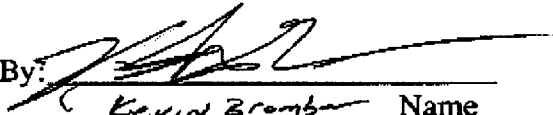


Trademark BOUNDLESS 3D
CHARACTER ENGINE
Reg. No. 2,174,641

POWER OF ATTORNEY

Applicant hereby appoints PETER M. EICHLER, ESQ., C. DENNIS LOOMIS, ESQ., PAUL R. KATZ, ESQ., TODD B. SEROTA, ESQ., and BRIAN W. KASELL, Esq., of TROOP STEUBER PASICH REDDICK & TOBEY, LLP., its attorneys, with offices at 2029 Century Park East, 24th Floor, Los Angeles, California 90067-3010 (telephone 310/728-3200), to prosecute this application for recordation of assignment, with full power of substitution and revocation, to transact all business in the United States Patent and Trademark Office connected therewith and to receive the Proof of Recordal.

3D PLANET INC.

By: 
Kevin Bromber Name
President Title

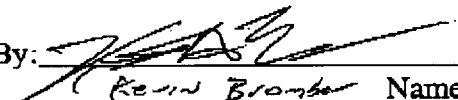
Dated: 9.3.98

Trademark IQ MODULES
Reg. No. 2,174,644

POWER OF ATTORNEY

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3D PLANET INC.

By: 
Kevin Bromber Name
President Title

Dated: 9.3.98