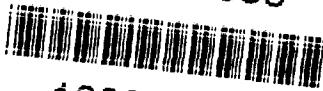


REGISTRATION FORM COVER SHEET

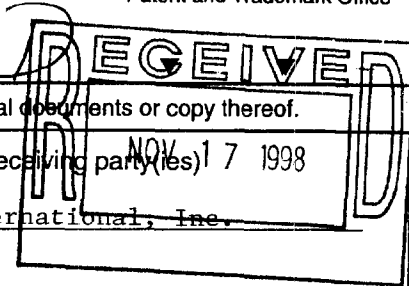
12-04-1998

Y

Tab settings >>> 11/17/98 To the Honorable Commissioner of



100914047



1. Name of conveying party(ies):

E-Motion, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: November 9, 1998

attached original documents or copy thereof.

Address of receiving party(ies) 17 1998

Name: Naevus International, Inc.

Internal Address:

Street Address: 24 Barnfield Court

City: Upper Saddle River State: N.J. ZIP: 07458

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State of New Jersey, 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)

75/330,492, Filed July 25, 1997

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: McAulay Nissen Goldberg Kiel & Hand, LLP

Internal Address:

Street Address: 261 Madison Avenue

City: New York State: N.Y. ZIP: 10016

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

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

01 FC:481

40.00 DP

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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.

Francis C. Hand, Esq.

Name of Person Signing

Signature

Nov. 17, 1998

Date

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

2

ASSIGNMENT

WHEREAS, E-Motion, Inc., a corporation organized under the State of New Jersey and having a place of business at Saddle Brook, New Jersey is the owner and applicant of pending United States Trademark Application No. 75/330,492 for the mark FLUZZIES;

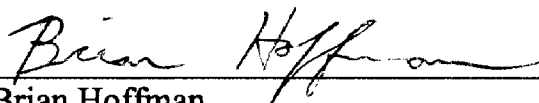
WHEREAS, E-Motion, Inc. is to be dissolved as of Sept. 29, 1998;

WHEREAS, Naevus International, Inc., a corporation organized under the laws of the State of New Jersey and having an office in Upper Saddle River, New Jersey, is to be the successor to the business of E-Motion, Inc. to which the mark FLUZZIES pertains;

WHEREAS, Naevus International, Inc. is desirous of obtaining the entire right, title and interest in the mark FLUZZIES and the said application for registration thereof;

NOW THEREFORE, for One Dollar (\$1.00) and other valuable consideration, E-Motion, Inc. hereby assigns the pending application Serial No. 75/330,492 to Naevus International, Inc.

E-Motion, Inc.



Brian Hoffman
President

Nov. 9, 1998
Date