

RECORDATION FORM COVER SHEET

02-10-1999

ONLY

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Tab settings

To the Honorable Commissioner

and the attached original documents or copy thereof.

name and address of receiving party(ies)

1. Name of conveying party(ies):

The Beautiful Game, Inc.

Name: Stephen Hutchinson

Internal Address: Suite 2A

Street Address: 79 Sullivan Street

City: New York State: NY ZIP: 10012

- Individual(s)
- General Partnership
- Corporation-State New York
- Other

- Association
- Limited Partnership

- Individual(s) citizenship United States
- 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

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

3. Nature of conveyance:

1-20-99

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

Execution Date: 11/5/98

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

A. Trademark Application No.(s)

75/250,312

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: Carol Desmond

Internal Address: Lackenbach Siegel Marzullo
Aronson & Greenspan, P.C.

Street Address: 1 Chase Road

City: Scarsdale State: NY ZIP: 10583

6. Total number of applications and registrations involved: 1

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

Enclosed

Authorized to be charged to deposit account

Please charge any additional fees due, or credit any over payment to:

8. Deposit account number:

10-0100

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

02/08/1999 JSHADAZZ 00000185 75250312

DO NOT USE THIS SPACE

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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.

Carol Desmond
Name of Person Signing

Carol Desmond
Signature

1-20-99
Date

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



ASSIGNMENT

WHEREAS, The Beautiful Game, Inc. with offices located at 79 Sullivan Street, Suite 2A, New York, New York 10012, a corporation organized and existing under the laws of the State of New York, was the owner of all right, title and interest in and to the below listed Mark which has been registered at the United States Patent and Trademark Office, particulars of which are as follows:

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
THE BEAUTIFUL GAME	75/250,312	3/3/97

(hereinafter referred to as the "Mark");

WHEREAS, Stephen Hutchinson, with offices located at 79 Sullivan Street, Suite 2A, New York, New York 10012 a corporation organized and existing under the laws of the State of New York was desirous of acquiring the aforesaid Mark, together with the goodwill of the business symbolized by the Mark;

WHEREAS, by agreement, Stephen Hutchinson received the entire right, title, and interest in and to the aforesaid Mark, together with the goodwill of the business symbolized thereby; and

WHEREAS, the parties hereto are desirous of executing a document for purposes of recordation at the United States Patent and Trademark Office recording title in and to the aforesaid Mark in the name of Stephen Hutchinson.

NOW, THEREFORE, effective as of NOVEMBER 5, 1998 for and in consideration of and in exchange for Ten (\$10.00) Dollars and other good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, said The Beautiful Game, Inc. hereby acknowledges and confirms its prior said transfer, and does hereby sell, assign, and transfer unto said Stephen Hutchinson all rights, title and interest in and to said Mark, including the registration thereof and the Certificate of Registration duly and legally issued therefor, and any and all renewals thereof for the Mark, together with the goodwill of the business symbolized thereby, and further including, without limitation, all claims for damages by reason of past infringement and the right to sue for and the right to collect the same for its own use and behoof, and for the use and behoof of its successors, assigns, or legal representatives and the right to defend the Mark and the registrations thereof.

The Beautiful Game, Inc.

BY: *Stephen Hutchinson*
(Stephen Hutchinson)

TITLE: President

EFFECTIVE AS OF NOVEMBER 5, 1998