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U.S. Patent & TMOfc/TM Mail Rcpt Dt. #34

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)

100971252

Tab settings

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

1. Name of conveying party(ies):

StreamTheory, Inc.
650 Saratoga Avenue
San Jose, CA 95129

WED
2-11-99

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

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

3. Nature of conveyance:

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

Execution Date: January 22, 1999

2. Name and address of receiving party(ies)

Name: Walden-Hays, Inc.

Internal Address:

Street Address: 853 Broadway

City: New York State: NY ZIP: 10003

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State: New York
- 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)

75/182,885

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: Deirdre P. Silver, Esq.

Internal Address: Proskauer Rose LLP

Street Address: 1585 Broadway

City: New York State: NY ZIP: 10036

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

UDE

8. Deposit account number:

16-2500

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

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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.

Deirdre P. Silver

Name of Person Signing

Signature

2/11/99

Date

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

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

TRADEMARK
REEL: 1857 FRAME: 0945

ASSIGNMENT OF TRADEMARK

THIS ASSIGNMENT is effective this 22nd day of January, 1999, from StreamTheory, Inc., formerly known as GameWave, Inc., a California corporation, with an address at 650 Saratoga Avenue, San Jose, CA 95129 ("Assignor"), to Walden-Hays, Inc., a New York corporation, with a place of business at 853 Broadway, New York, NY 10003 ("Assignee").

WHEREAS, Assignor has intended to use the trademark KID'S TURF (the "Mark") and has filed an application for the Mark indicating that intention (Ser. No. 75-182,885) (the "Application"), but has not yet filed an allegation of use under Section 1(c) or 1(d) of the Trademark Act. Assignor is assigning the Mark as part of the entire business or portion thereof to which the Mark pertain as required by 15 U.S.C. § 1060.

WHEREAS, Assignor desires to assign to Assignee all of its right, title and interest in, to and under the Mark and the associated goodwill and Assignee desires to obtain all right, title and interest in, to and under the Mark and the associated goodwill;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, transfers, conveys and assigns to Assignee, all of Assignor's right, title and interest throughout the world in, to and under the Mark, all registrations and applications therefor, including without limitation the Application and all domain name registrations for the Mark, and their associated goodwill, together with all of Assignor's claims for damages by reason of past infringement of said Mark, with the right to sue for and collect the same, for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives, free and clear of all liens, claims, charges, security interests, and other encumbrances.

IN WITNESS WHEREOF, Assignor has caused this document to be executed as of the date indicated above.

StreamTheory, Inc.

By: *Steig G. Westberg*
Name: Steig G. Westberg
Title: President

Kerry Farrell
Kerry Farrell