



Y R 4/2/99

To the Honorable Commissioner of Patents and Trademarks 101003399

attached original documents or copy thereof.

1. Name of conveying party(ies).  
**E.S. ORIGINALS, INC.**

Individuals                       Association  
 General Partnership           Limited Partnership  
 Other Corporation-State of New York

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

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Dates: 8/4/97

2. Name and address of receiving party(ies)  
Name: GYM-MARK, INC.  
Internal Address: Suite 200  
Street Address: 700 Airport Boulevard  
City: Burlingame State: CA Zip: 94010

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

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

A. Trademark Application No.(s)  
Additional numbers attached?  Yes  No

B. Trademark Registration No.(s) 1,805,379  
Additional numbers attached?  Yes  No

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

Name: Lisa A. Pieroni, Esq.  
Address: KIRSCHSTEIN, et al.  
489 Fifth Avenue  
New York, New York 10017

6. Total number of applications and patents involved:  
1

7. Total Fee (37 C.F.R. 3.41).....\$40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: 11-1145

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.*

Lisa Pieroni                                                                           4/1/99  
Name of Person Signing                                      Signature                                      Date

Total number of pages including cover sheet, attachments, and document: 2

RECORDATION  
12-07-1998

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



ONLY



To the Honorable Commissioner of

100915021

the attached of

11-12-1998

U.S. Patent & TMO/TM Mail Rcpt Dt. #33

1. Name of conveying party(ies).

E.S.ORIGINALS, INC.

11-12-98

- Individuals
- Association
- General Partnership
- Limited Partnership
- Other Corporation

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

3. Nature of conveyance:

- Assignment **22**
- Security Agreement
- Other
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- Change of Name

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Address: KIRSCHSTEIN, et al.

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New York, New York 10017-6105

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12/04/1998 BNGUYEN 00000158 1805379

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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.

Lisa A. Pieroni  
Name of Person Signing

[Signature]  
Signature

November 9, 1998  
Date

Total number of pages including cover sheet, attachments, and document: 2

TRADEMARK

REEL: 1878 FRAME: 0899

# ASSIGNMENT OF REGISTERED TRADEMARK

Whereas, E.S. Originals, Inc. formerly of 20 W. 33rd St., New York, NY 1001, now of 450 W. 33rd St. New York, NY 10001, has adopted, used and is using the mark "Gymsport" which is registered with the Patent and Trademark Office, Registration Number 1, 805, 379; and

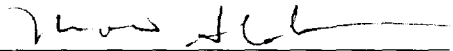
Whereas, Gym-Mark, Inc. of Suite 200, 700 Airport Blvd., Burlingame, CA 94010 is desirous of acquiring the mark and the registration of it;

NOW, for good and valuable consideration, receipt of which is acknowledged,

E.S. Originals, Inc., assigns all right, title and interest to the mark "Gymsport", Patent and Trademark Office Registration Number 1, 805, 379, to Gym-Mark, Inc., together with the good will of the business symbolized by the mark.

Dated: August 4, 1997

E.S. Originals, Inc

  
By: Morris Shalom

Notary Public

LISA A. PIERONI  
Notary Public, State of New York  
No. 30-4883311  
Qualified in Nassau County  
Certificate Filed in New York County  
Commission Expires June 24, 1999



EXHIBIT A

C:\TML\ASSIGN.GY

RECORDED: 04/02/1999

TRADEMARK  
REEL: 1878 FRAME: 0900