

05-13-1999



101036644

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

5-3-99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name The Good Guys - California, Inc.

03/09/99

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name The Good Guys - California, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 7000 Marina Boulevard

Address (line 2) _____

Address (line 3) Brisbane

City

California

State/Country

94005

Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

05/13/1999 DNGUYEN 00000016 1592492

FOR OFFICE USE ONLY

01 FC:481	40.00 OP
02 FC:482	50.00 OP
03 FC:998	5.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 1895 FRAME: 0983

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,592,492"/>	<input type="text" value="1,662,037"/>	<input type="text" value="2,229,803"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Susan L. Heller  5/3/99

Name of Person Signing Signature Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s)

Registration Number(s)

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ASSIGNMENT OF SERVICE MARKS

WHEREAS, THE GOOD GUYS – CALIFORNIA, INC., a corporation organized under the laws of the State of California (“Assignor”), is the owner of the marks WOW!, THE WOW! STORE and WOW (the “Marks”), including Federal Service Mark U.S. Registration Nos. 1,592,492, 1,662,037, and 2,229,803; and

WHEREAS, pursuant to the Settlement Agreement dated February 24, 1998, by and among Consolidated Property Holdings, Inc., The Good Guys – California, Inc. and M T S, Incorporated, wherein upon the issuance of the Certificate of Registration for the WOW mark, U.S. Application No. 74/645,249, The Good Guys – California, Inc. agreed to execute an assignment assigning joint interest of the marks WOW!, THE WOW! STORE and WOW, including the federal registrations thereof, to The Good Guys – California, Inc. and M T S, Incorporated; and

WHEREAS, M T S, Incorporated, a California corporation, having its principal offices at 2500 Del Monte, West Sacramento, California 95691 (“Assignee”) is desirous of acquiring a one-half interest of the marks WOW!, THE WOW! STORE and WOW, including the federal registrations thereof; and

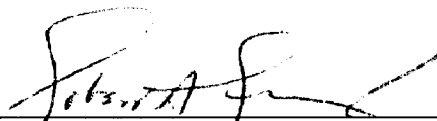
WHEREAS, The Good Guys – California, Inc. and M T S, Incorporated as “joint owners” would each own a one-half interest in the marks WOW!, THE WOW! STORE and WOW, including the federal registrations thereof; and

NOW THEREFORE, effective as of March 9, 1999, the registration date of the WOW mark, U.S. Registration No. 2,229,803, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor assigns to Assignee a one-half interest of the right, title and interest in and to the marks WOW!, THE WOW! STORE and WOW, including the federal registrations (including without limitation, the right to sue for past infringements), together with that portion of the

business to which the marks and registrations pertain and the goodwill of the business symbolized by said service marks and registrations thereof.

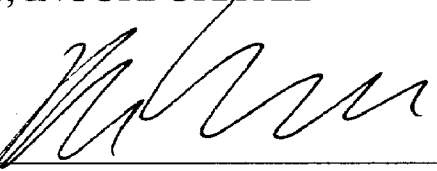
IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed, effective as of March 9, 1999.

THE GOOD GUYS – CALIFORNIA, INC.

By: 
Name: Robert A. Gunst
Its Chief Executive Officer

IN WITNESS WHEREOF, Assignee has accepted and acknowledged this Assignment, effective as of March 9, 1999.

M T S, INCORPORATED

By: 
Name: Michael T. Solomon
Its President and CEO

Law Offices Of

HOWARD
RICE
NEMEROVSKI
CANADY
FALK
& RABKIN

A Professional Corporation

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‡ Admitted in Maryland
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* Admitted in Pennsylvania
** Admitted in New Mexico

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WRITER'S E-MAIL: tli@hrice.com

MAY 3, 1999

VIA EXPRESS MAIL #EL100690966US
RETURN RECEIPT REQUESTED

BOX ASSIGNMENT
FEE

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

Re: Assignment of Service Marks

Dear Sir:

Enclosed please find the following documents for filing with the U.S. Patent and Trademark Office:

1. Original Recordation Form Cover Sheet and Continuation Sheet;
2. Original Assignment of Service Marks;
3. Check in the amount of \$95.00;
4. A copy of the transmittal letter;
5. Certificate of Express Mailing; and
6. A self-addressed stamped postal acknowledgment card.

Please charge any underpayment or credit any overpayment to Deposit Account No. 08-2792.

Palo Alto: 1755 EMBARCADERO ROAD, SUITE 200 • PALO ALTO, CA 94303-3309 • TELEPHONE 650/842-8500 • FACSIMILE 650/493-7912
Newport Beach: 610 NEWPORT CENTER DRIVE, SUITE 450 • NEWPORT BEACH, CA 92660-6435 • TELEPHONE 949/721-6900 • FACSIMILE 949/721-6910

TRADEMARK
REEL: 1895 FRAME: 0988

Assistant Commissioner for Trademarks

May 3, 1999

Page 2

Please acknowledge receipt of the enclosed materials by date-stamping and returning the enclosed the postal card.

If you have any questions, please do not hesitate to contact Susan L. Heller at (415) 434-1600.

Very truly yours,

Terri Li

Terri Li
Trademark Administrator

Enclosures

cc: Mr. Robert A. Gunst, w/enclosures
Mr. Michael T. Solomon, w/enclosures
Susan L. Heller, Esq., w/enclosures

WD 042999/1-395075:A101,C102,C103,C104/211/744470/v1

CERTIFICATE OF EXPRESS MAILING

I hereby certify that the enclosed original Trademark Recordation Form Cover Sheet and Continuation Sheet; Original Assignment of Service Marks; Check in the amount of \$95.00; Copy of the transmittal letter; and a self addressed stamped postal acknowledgment card are being deposited with the United States Postal Service as "Express Mail - Post Office to Addressee", mailing label no. EL100690966US in an envelope addressed to "BOX ASSIGNMENT, FEE, Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513," on May 3, 1999.

Terri Li

Terri Li

5-3-99

Date of Signature