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U.S. DEPARTMENT OF COMMERCE
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To the Honorable Commissioner of

ached original documents or copy thereof.

1. Name of conveying party(ies):

Anthony J. Robbins

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

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

3. Nature of conveyance:

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

Execution Date: 12/31/98

2. Name and address of receiving party(ies)

Name: Robbins Research International, Inc.

Internal Address:

Street Address: 9191 Towne Centre Dr. 6th Floor

City: San Diego State: CA ZIP: 92122

- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,750,482

Additional numbers attached? Yes No

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

Name: John H. Alspaugh, Esq.

Internal Address:

Street Address: Seltzer Caplan
Wilkins & McMahon

750 B Street, Suite 2100

City: San Diego State: CA ZIP: 92101

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

8. Deposit account number:

(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.

John H. Alspaugh
Name of Person Signing

Signature

1/10/99
Date

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

2

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

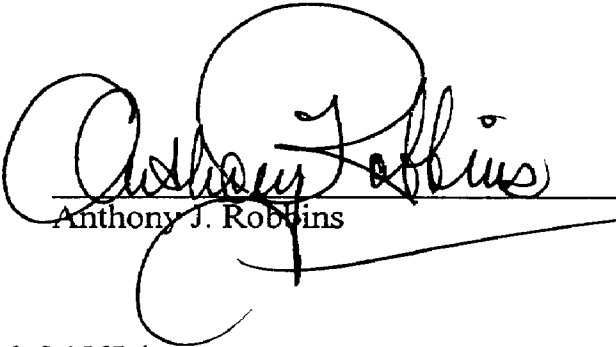
ASSIGNMENT OF SERVICE MARK

Anthony J. Robbins ("Assignor") has adopted, used, and is using the service mark "Unlimited Power" in connection with his business of conducting educational classes and seminars in the field of personal improvement (the "Service Mark"). Assignor registered his Service Mark with the Federal Patent and Trademark Office Principal Register on February 2, 1993, as Registration No. 1,750,482.

Assignor, for good and valuable consideration, the receipt of which is hereby acknowledged, hereby transfers and assigns to Robbins Research International, Inc., a California corporation, all right, title, and interest of Assignor in and to the Service Mark and the goodwill of the business symbolized thereby.

By this document, the parties desire and intend to formalize in writing their previous understanding that this Service Mark was to be assigned as of February 3, 1993. Therefore, the assignment set forth herein shall be effective as of the aforementioned date.

Dated: 12/31, 1998.


Anthony J. Robbins

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