

06-09-1999



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To the Honorable Commissioner of Patents a

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3 original documents or copy thereof.

1. Name of conveying party(ies):

Andrew Ungerleider

D

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

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

3. Nature of conveyance:

5-27-99

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

Execution Date: March 1, 1999

2. Name and address of receiving party(ies):

Name: Next Step Productions, Inc.

Internal Address: (same as below)

Street Address: 105 Foothill Road

City: Ojai State: CA ZIP: 93023

- 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

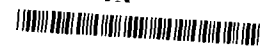
4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

2166646

B. Trademark re

2,166,64



05-27-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #01

Additional numbers attached?  Yes  No

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

Name: ROBERT W. BECKER & ASSOCIATES

Internal Address: (same as below)

Street Address: 11896 N. Highway, 14

Suite B

City: Tijeras State: NM ZIP: 87059

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:

02-1653

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

06/08/1999 NTHAI1 00000267 021653 2166646

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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.

Robert W. Becker

Name of Person Signing

Robert - Becker

Signature

May 24, 1999

Date

Total number of pages comprising cover sheet: 2

ASSIGNMENT DIVISION

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner of Patents and Trademarks, Washington D.C. 20231 on

May 24, 1999.

Gloria J. Williams, Sec'y

## ASSIGNMENT

Andrew Ungerleider of 525 Camino Militar, Santa Fe, New Mexico 87501, is the owner of U.S. Registration Number 2,166,646 registered June 16, 1998 as shown in records in the Trademark Office.

Next Step Productions, Inc. of 105 Foothill Road, Ojai, California 93023, desires to acquire the entire right, title, and interest in the above-identified application.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Andrew Ungerleider hereby assigns to Next Step Productions, Inc. all the right, title and interest in and to the above-identified U.S. Trademark Registration together with the good will of the business symbolized by such Mark, and the above identified registration thereof.

  
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Andrew Ungerleider

Date: MARCH 1, 1999