

06-21-1999

TRADEMARKS ONLY  
To the Honorable  
Please record



TRADEMARKS ONLY  
Trademarks  
hereof

101070527

<p>1. Name of Party(ies) conveying an interest: Western International Media Corporation</p> <p>Entity: <i>MRP</i> <i>6-17-99</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation-State of California <input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Other _____</p> <p>3. Interest Conveyed: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Merger <input type="checkbox"/> Other _____</p>	<p>2. Name and Address of Party(ies) receiving an interest:</p> <p>Name: <u>Dennis F. Holt</u> Address: <u>8544 Sunset Boulevard</u> City: <u>Los Angeles</u> State: <u>California</u> Zip: <u>90069-2387</u></p> <p><input checked="" type="checkbox"/> Individual <input type="checkbox"/> General Partnership <input type="checkbox"/> Corporation-California <input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Other _____ <input type="checkbox"/> Citizenship _____</p> <p>If not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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4. Application number(s) or registration number(s). Additional Sheet Attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
A. Trademark Application No.(s)	B. Trademark Registration No.(s) 2,120,457

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

Lucy B. Arant  
RUSS, AUGUST & KABAT  
12424 Wilshire Boulevard, Suite 1200  
Los Angeles, California 90025

6. Number of applications and registrations involved:  
One

7. Amount of fee enclosed or authorized to be charged:  
\$40.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

DO NOT USE THIS SPACE

9. Date execution of attached document June 7, 1999 and June 10, 1999

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:

June 14, 1999  
Date  
Lucy B. Arant  
Name of Person Signing

*Lucy B. Arant*  
Signature

Assign Trans. 2,120,457 990614

06/18/1999 DNGUYEN 00000273 2120457

01 FC:481

40.00 DP

TRADEMARK  
REEL: 001915 FRAME: 0985


WHEREAS, WESTERN INTERNATIONAL MEDIA CORPORATION, a California Corporation, having its principal place of business located at 8544 Sunset Boulevard, Los Angeles, California 90069-2387, has adopted, used, is using and is the owner of the following trademarks now the subject of a pending application in the United States Patent and Trademark Office:

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
THUMBS UP	2,120,457	December 9, 1997

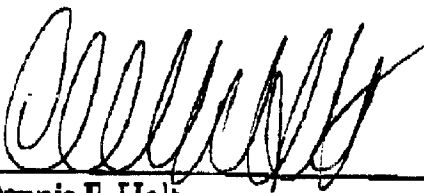
WHEREAS, DENNIS F. HOLT, a United States citizen, residing at 8544 Sunset Boulevard, Los Angeles, California 90069-2387, is desirous of acquiring any and all rights that WESTERN INTERNATIONAL MEDIA CORPORATION may have in and to the said trademark and application therefor, together with the goodwill of the business in which said trademark is used and which is symbolized by the said trademark, along with the rights to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, WESTERN INTERNATIONAL MEDIA CORPORATION does hereby assign to DENNIS F. HOLT all right, title and interest in and to the said trademark and the application therefor, together with the goodwill of the business in connection with which the said trademark is used and which is symbolized by said trademark, along with the right to recover for damages and profits for past infringements thereof.

WESTERN INTERNATIONAL MEDIA CORPORATION

By:   
Edward T. Schultz, Assistant Secretary

Date: 6-10-99

By:   
Dennis F. Holt

Date: 6-7-99

WIM / tm THUMBS UP ASSG 99008