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To the Honorable Commissioner of Patents and

101080661

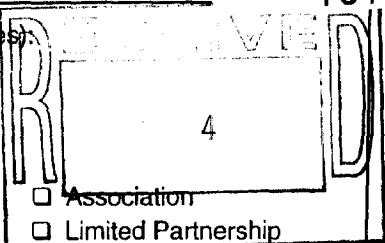
original documents or copy thereof.

1. Name of conveying party(ies):

MARK DAVIS

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

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



2. Name and address of receiving party(ies)

Name: TRIMARK (JERSEY) LIMITED

Internal Address: _____

Street Address: Queens House, Don Road

St. Helier, Jersey

City: _____ State: _____ ZIP: _____

Great Britain

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No See cover

(Designations must be a separate document from assignment) letter.

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

72 6.24.99

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

Execution Date: June 7, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,550,661

1,286,725

Additional numbers attached? Yes No

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

Name: Peter J. Georges

Internal Address: BRENEMAN & GEORGES

Street Address: 3150 Commonwealth Avenue

City: Alexandria State: VA ZIP: 22305

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-2361

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

06/30/1999 BMSUYEN 00000284 182361 1550661

DO NOT USE THIS SPACE

01 FC-481 40.00 CH
02 FC-482 25.00 CH

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.

Peter J. Georges

Name of Person Signing

Peter J. Georges
Signature

6-24-99
Date

Total number of pages including cover sheet, attachments, and document: 6

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

TRADEMARK
REEL: 001921 FRAME: 0961

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT OF REGISTRATIONS

NUNC PRO TUNC


STATE OF TENNESSEE

COUNTY OF SHELBY (SS)

WHEREAS, MARK DAVIS of 24-40 Goodwin Road, Shepherd's Bush, London GB2 W12 9JW has adopted, and is using marks which are registered in the United States Patent Office, registration number 1,550,661 dated August 8, 1989 and registration number 1,286,725 dated July 24, 1984 and;

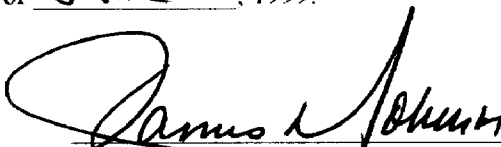
WHEREAS TRIMARK (JERSEY) LIMITED, Queens House, Don Road, St. Helier, Jersey is desirous of acquiring said marks and the registrations thereof;

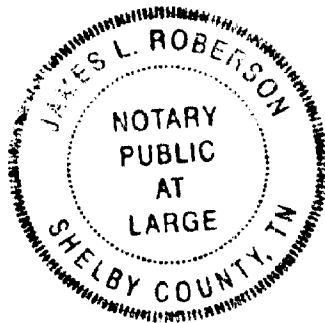
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said MARK DAVIS does hereby assign unto TRIMARK (JERSEY) LIMITED all right, title, and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the registrations thereof number 1,550,661 and 1,286,725.


MARK DAVIS

Before me, a notary public in and for said State and County, duly commissioned and qualified, personally appeared MARK DAVIS with whom I am personally acquainted and who, upon oath, acknowledged himself to be the ATTY IN FACT of TRIMARK Jersey Limited, the within named bargainor, a corporation and that he, as such ATTY IN FACT being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such ATTY IN FACT.

WITNESS my hand and seal this the 7th day of June, 1999.


NOTARY PUBLIC



My commission expires:
MY COMMISSION EXPIRES MAY 16, 2001