

MRD 6-21-99

06-25-1999

TRADEMARKS ONLY  
To the Honorable  
Please re

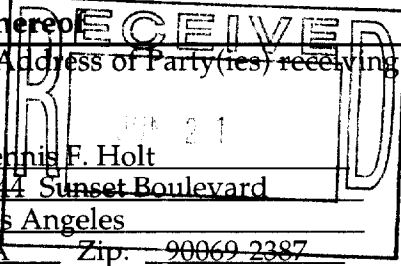


101076210

TRADEMARKS ONLY

Trademarks

by the  
and Address of Party(ies) receiving



1. Name of Party(ies) conveying all or part of the

Western International Media Corporation

Entity:

- Individual(s)
- General Partnership
- Corporation-State of California
- Association
- Limited Partnership
- Other \_\_\_\_\_

3. Interest Conveyed:

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

an interest:

Name: Dennis F. Holt  
 Address: 8544 Sunset Boulevard  
 City: Los Angeles  
 State: CA Zip: 90069 2387

- Individual-United States Citizen
- General Partnership
- Corporation-California
- Association
- Limited Partnership
- Other \_\_\_\_\_
- Citizenship \_\_\_\_\_

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

4. Application number(s) or registration number(s). Additional Sheet Attached?  Yes  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:

1

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 10, 1999 and June 7, 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:

Lucy B. Arant

Signature

June 15, 1999

Date

Lucy B. Arant

Name of Person Signing

06/24/1999 DNGUYEN 00000250 2120457

01 FC:481

40.00 OP

TRADEMARK  
REEL: 001923 FRAME: 0337

ASSIGNMENT OF UNITED STATES TRADEMARKS


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:

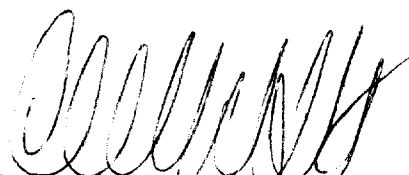
<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
THUMBS UP	2,120,457	December 9, 1997

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

By:   
Dennis F. Holt

Date: 6-10-99

Date: 6-7-99

WIM/m THUMBS UP ASSG 990608