

08-25-1999

SHEET

Docket No.

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08-16-1999

101126530

U.S. Patent & TMO/TM Mail Rpt Dt. #39

Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

The Valhalla Group Ltd.

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

Additional names(s) of conveying party(ies) Yes No

3 Nature of conveyance:

8-16-99

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

Execution Date: July 29, 1999

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

Name: World Triathlon Corporation

Internal Address:

Street Address: 43309 U.S. Highway 19N

City: Tarpon Springs State: FL ZIP: 34688

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

If assignee is not domiciled in the United States, a domestic designation is Yes No (Designations must be a separate document from Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

75/590,905

Additional numbers

B. Trademark Registration No.(s)

Yes No

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

Name: William T. Rifkin, Esq.

Internal Address: Rudnick & Wolfe

Intellectual Property Department

Street Address: P.O. Box 64807

City: Chicago State: IL ZIP: 60664-0807

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Additional fees may be charged to Authorized to be charged to deposit account

8. Deposit account number:

18-2284

DO NOT USE THIS SPACE

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.

William T. Rifkin, Esq.

Name of Person Signing

Signature

8/12/99

Date

Total number of pages including cover sheet, attachments, and

3

40E

TRADEMARK ASSIGNMENT

WHEREAS, THE VALHALLA GROUP LTD. a/k/a Iron Style Clothing Company, located at P.O. Box 9885, San Diego, CA 92075 (hereinafter referred to as "ASSIGNOR"), is the record owner of the entire right, title and interest in and to the trademark application and registrations for the IRONGIRL mark identified in Exhibit A attached hereto and incorporated herein by reference (the "Marks").

WHEREAS, WORLD TRIATHLON CORPORATION, located at 43309 U.S. Highway 19N, Tarpon Springs, FL 34688 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the Marks;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby assign, transfer and sell unto said ASSIGNEE the entire right, title and interest in and to the above-identified Marks, together with the goodwill symbolized by said Marks, and all rights of action against third parties for past infringement thereof, the same to be held and enjoyed by said ASSIGNEE as fully and entirely as the same would have been held by ASSIGNOR had this transfer, assignment and sale not been made.

ASSIGNOR hereby represents and warrants and covenants that it has the full power and authority to convey the rights, title and interests herein assigned, transferred and sold to ASSIGNEE, that it has not executed and will not execute any agreement in conflict herewith, that it has not granted and will not grant any rights in conflict herewith, and that it will execute any and all other instruments which may be reasonably necessary to evidence the assignment of the property and rights herein conveyed.

IN WITNESS WHEREOF, ASSIGNOR, intending to be legally bound, has caused this Assignment to be executed by its duly authorized officer as of the 2nd day of July, 1999.

THE VALHALLA GROUP LTD. a/k/a IRON
STYLE CLOTHING COMPANY



By: Lucas Beddows
Title: President

Exhibit A

<u>Mark</u>	<u>Jurisdiction</u>	<u>App./Reg. No.</u>
IRONGIRL	United States	App. Ser. No. 75/590,905
IRONGIRL	Florida	Reg. No. T99000000204
IRONGIRL	Hawaii	Reg. No. 225120
IRONGIRL	California	Reg. No. 104468