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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

AB No. 0651-0011 (exp. 4/94)

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

1. Name of conveying party(ies):

Streetwise Marketing and Promotions, LLC

10-18-99

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

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

3. Nature of conveyance:

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

Execution Date: October 3, 1999

2. Name and address of receiving party(ies)

Name: Cadre Entertainment, Inc.

Internal Address: \_\_\_\_\_

Street Address: 9877 Carmelita Avenue

City: Beverly Hills State: CA ZIP: 90210

- 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 patent number(s):

A. Trademark Application No.(s)

75/729,844

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Jill M. Pietrini

Internal Address: \_\_\_\_\_

Manatt, Phelps & Phillips, LLP

Street Address: 11355 W. Olympic Blvd.

City: Los Angeles State: CA ZIP: 90064

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:

DA 131 241

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

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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.

Jill M. Pietrini  
Name of Person Signing

Signature

October 14, 1999  
Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK  
REEL: 001977 FRAME: 0669

**ASSIGNMENT OF TRADEMARK AND THE  
UNITED STATES APPLICATION THEREFOR**

This assignment is made by and between Streetwise Marketing and Promotions, LLC, a California limited liability corporation, having a place of business at 9877 Carmelita Avenue, Beverly Hills, California 90210 (hereinafter "Assignor") and Cadre Entertainment, Inc., a California corporation, having a principal place of business of 9877 Carmelita Avenue, Beverly Hills, California 90210 (hereinafter "Assignee").

WHEREAS, Assignor has an ongoing and existing business.

WHEREAS, Assignor has an intent to use the mark STREETWISE CONCEPTS AND CULTURE for advertising and marketing services for musical groups and record companies in Class 35, and has filed an application to register that mark based on Assignor's intent to use the mark for these services, identified below (hereinafter the "Mark" and "Application", respectively).

<u>Trademark</u>	<u>Application No.</u>	<u>Filing Date</u>
STREETWISE CONCEPTS AND CULTURE	75/729,844	June 16, 1999

WHEREAS, Assignor is assigning the Mark and the Application to Assignee as part of the entire business or portion thereof to which the Mark pertains as required by 15 U.S.C. § 1060.

WHEREAS, Assignee, the successor of the ongoing and existing business or portion thereof of Assignor to which the Mark pertains, is desirous of acquiring the Mark and the Application, including the goodwill associated with the ongoing and existing business, the Mark and any and all claims, demands, and causes of action for infringement, of the Mark, past, present, and future, and all of the proceeds from the foregoing.

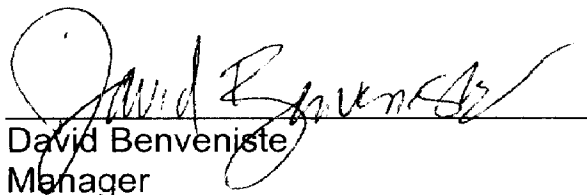
NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, Assignor, hereby assigns to Assignee all right, title and interest in and to the Mark and the Application, together with the goodwill of the business symbolized by the Mark, and any and all claims,

demands, and causes of action for infringement, of the Mark, past, present, and future, and all of the proceeds from the foregoing.

1999.

Signed at Los Angeles, California, this 3<sup>rd</sup> day of October,

STREETWISE MARKETING AND PROMOTIONS, LLC

  
\_\_\_\_\_  
David Benveniste  
Manager