

11-12-1999



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MRD 11/5/99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Willitts Designs International, Inc. Execution Date
Month Day Year 10-20-99

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Vail Studios, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 300 Montcalm

Address (line 2) _____

Address (line 3) San Francisco CA/USA 94110

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization California

FOR OFFICE USE ONLY

11/10/99 DNGUYE: 0100194 75768327

01 F:481
02 F:482

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503
TRADEMARK

REEL: 001987 FRAME: 0217

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75/768,827"/>	<input type="text" value="75/768,826"/>	<input type="text" value="75/768,454"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

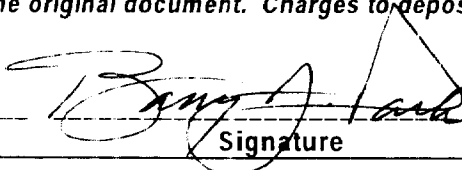
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Barry J. Parker
Name of Person Signing


Signature

11-05-99
Date Signed

ASSIGNMENT OF TRADEMARK

This is an assignment of trademark from Willitts Designs International, Inc., a California corporation having an address of 1129 Industrial Avenue, Petaluma, California 94952 (hereinafter "ASSIGNOR") to Vail Studios, Inc., a California corporation having an address of 300 Montcalm, San Francisco, California 94401 (hereinafter "ASSIGNEE").

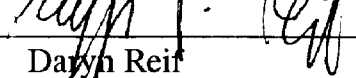
WHEREAS, ASSIGNOR and ASSIGNEE, individually and collectively, desire to formalize through a recordable assignment the transfer to ASSIGNEE through assignment of all rights, title and interest in and to the trademark **TAKE A SEAT** (hereinafter "The Mark"), including the goodwill associated with the use of The Mark and that portion of the business to which The Mark pertains;

NOW THEREFORE, for \$1.00 and other good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign effective as of the date below written, unto ASSIGNEE and its successors and assigns, all rights, title and interest in and to The Mark throughout the world, whether common law, statutory or otherwise, together with the goodwill connected with the use of and symbolized by The Mark and that portion of the ongoing and existing business to which The Mark pertains, including the right to sue and to collect damages, to have the benefit of any and all usage of The Mark in all combinations with and without other words and in all forms, styles, colors, and representations whatsoever, from the dates of first use ever, and any and all registrations of The Mark and applications therefor, including but not limited to: U.S. Trademark Application Serial Nos. 75/768,827, 75/768,826 and 75/768,454.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be executed on the date below written.

WILLITTS DESIGNS INTERNATIONAL, INC.

Dated: 10/20/99

By: 
Dayn Reif
Vice President