

12-23-1999

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK



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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) 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  Execution Date  
Month Day Year

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

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

REEL: 002003 FRAME: 0452

**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="75/581448"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
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**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:

#

Attorney Docket No. 19067-003

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.

Brett N. Dorny

12/10/89

Name of Person Signing

Signature

Date Signed

**ASSIGNMENT OF TRADENAME AND TRADEMARKS**

This Assignment of Tradename and Trademarks, dated as of January 29, 1999, is executed by Concrete Media, Inc., a Delaware corporation ("Assignor"), in favor of Girls On, Inc., a Delaware corporation ("Assignee").

**WHEREAS**, Assignor and Assignee have entered into a certain Asset Transfer and Assumption of Liabilities Agreement of even date herewith (the "Agreement") pursuant to which Assignee has acquired the Transferred Assets (as defined in the Agreement); and

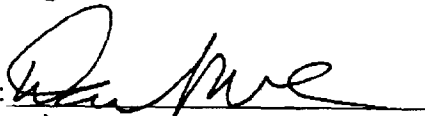
**WHEREAS**, pursuant to Section 1.01 of the Agreement, on the terms and subject to the conditions contained therein, Assignor has agreed to assign to Assignee all of Assignor's right, title and interest in intellectual property, including certain tradenames and trademarks.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor agrees as follows:

Assignor hereby assigns to Assignee all of Assignor's rights, title and interest in and to the tradenames and trademarks described on Schedule A attached hereto, together with the goodwill of the business associated therewith, any and all registrations and applications for registration of said tradenames and trademarks and all claims, if any, which may have arisen in connection with any of the foregoing prior to the effective date of this instrument.

IN WITNESS WHEREOF, Assignor has caused this Assignment of Tradenames and Trademarks to be duly executed under seal as of and on the date first written above.

**CONCRETE MEDIA, INC.,**  
as Assignor

By:   
Name: D.A. Pelsor  
Title: CEO

Agreed and accepted:

**GIRLS ON, INC.**  
as Assignee

By:   
Name: Aaron Cohen  
Title: AAC

SCHEDULE A

TRADENAMES AND SERVICE MARKS

<u>MARK</u>	<u>JURISDICTION</u>	<u>NUMBER</u>	<u>FILING DATE</u>
<i>Unregistered Marks:</i> GIRLS ON	United States	75/581448	11/04/98

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