

01-06-2000

Docket No.:



MD 12-15-99

101238566

Tab settings

To the Honorable Commissioner of Patents and Trademarks. Attached original documents or copy thereof.

1. Name of conveying party(ies):
Philip M. Alwitt

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

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

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

Name: **Saunders Photo/Graphic, Inc.**

Internal Address: _____

Street Address: **21 Jet View Drive**

City: **Rochester** State: **NY** ZIP: **14624**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: **July 10, 1997**

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

A. Trademark Application No.(s)

Additional numbers

B. Trademark Registration No.:

1,947,850

12-15-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #64

Yes No

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

Name: **David B. Kirschstein, Esq.**

Internal Address: _____

Kirschstein, Ottinger, Israel & Schiffmiller P.C.

Street Address: **489 Fifth Avenue, 17th Floor**

City: **New York** State: **NY** ZIP: **10017**

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: _____

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40.00 DP

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.

DAVID B. KIRSCHSTEIN **December 10, 1999**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

3

ASSIGNMENT OF TRADEMARK

TO ALL WHOM IT MAY CONCERN, be it known:

WHEREAS, Philip M. Alwitthaving a place of business at having an address at 351 Ninth Street, Suite 202, San Francisco, California 94103 Zing Designs, Inc., a California corporation having an address at 351 Ninth Street, Suite 202, San Francisco, California 94103 (the "Assignors") have used and continue to use the following trademarks (the "Marks"):

1. "Zing Designs", registered in the United States Patent and Trademark Office on January 16, 1996, Registration Number 1,947,850;
2. "Zing"; and
3. "Boing; and

WHEREAS, Saunders Photo/Graphic, Inc., a corporation duly organized and existing under the laws of the State of Delaware, and having a place of business at 21 Jet View Drive, Rochester, New York 14624-4496 (the "Assignee") desires to acquire any and all rights that the Assignors may have in and to the Marks and the registration therefor, together with the goodwill of Assignors' business connected with the Marks, with which the Marks is used and which is symbolized by the Marks (the "Goodwill"), along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignors do each hereby assign onto the Assignee all right, title and interest in and to the Marks and all registrations therefor, together with the Goodwill and the right to recover for damages and profits for past infringements thereof;

The Assignors agrees to execute and deliver at the request of the Assignee, all papers, instruments and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignors' right, title and interest in and to the Marks in the Assignee and to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignors.

Zing Designs, Inc.

BY:

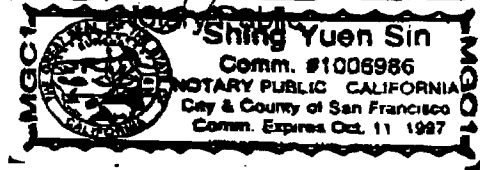

Philip M. Alwitt, President


Philip M. Alwitt

SAUNDERSZINGTRADEMARKASS

STATE OF CALIFORNIA)
COUNTY OF San Francisco ss.:

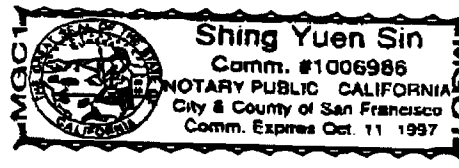
On this 10th day of July, 1997 before me personally came PHILIP M. ALWITT to me known, who, being by me duly sworn did depose and say that deponent resides in San Francisco, deponent is the President of Zing Designs, Inc., the corporation described in and which executed the foregoing instrument, deponent knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; deponent signed deponents name thereto by like order.

Shing Yuen Sin


STATE OF CALIFORNIA)
COUNTY OF San Francisco ss:

On this 10th day of JULY, 1997, before me, the subscriber, personally appeared Philip M. Alwitt, to me personally known and known to me to be the same person described in and who executed the foregoing instrument, and duly acknowledged to me that he executed the same.

Shing Yuen Sin
Notary Public



QAWKSAUNDERSZINGTRADEMARKASS