

ASSIGNMENT OF INTENT TO USE TRADEMARK RIGHTS

THIS ASSIGNMENT OF INTENT TO USE TRADEMARK RIGHTS dated and effective as of the 1st day of September, 1997 is by and between LUCASFILM LTD., a California corporation ("Assignor") and LUCAS LICENSING LTD., a California corporation ("Assignee").

WHEREAS, Assignor has intended to use the marks listed below:

Mark: DROIDS
Class: 9
Application Number: 75/296,627
Filing Date: May 22, 1997

Mark: DROIDS
Class: 9
Application Number: 75/340,710
Filing Date: August 13, 1997

and has filed applications as stated hereinabove indicating that intention, but has not yet filed an allegation of use under §§1(c) or (d) of the Trademark Act; and whereas, Applicant is assigning the marks in the identified applications as part of the entire business or portion thereof to which the Assigned Marks pertain as required by 15 U.S.C. §1060;

WHEREAS, Assignee is the successor of the ongoing and existing business or portions thereof of Assignor to which the Assigned Marks pertain, and is desirous of acquiring the Assigned Marks and the pending intent-to-use applications therefor;

THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor by these presents does sell, assign, transfer and set over to Assignee all of Assignor's right, title and interest in and to the Assigned Marks together with that part of the goodwill of the Assignor's business connected symbolized by the Assigned Trademarks listed above.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed at Nicasio, California this 27 day of January, 2000.

LUCASFILM LTD.

By: 

Name: Tonik Barber

Title: Assistant Secretary

Notary (attached)

LUCASFILM LTD.
5858 LUCAS VALLEY ROAD
NICASIO CA 94946

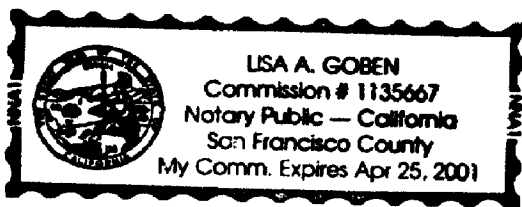
ACKNOWLEDGEMENT FORM

State of California

County of Marin

On January 27, 2000, before me, Lisa A. Goben, Notary Public, personally appeared Tonik Barber, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that her executed the same in her authorized capacity and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal *Lisa A. Goben*



Description of Attached Document

Title or Type of Document: Assignment of Intent to Use Trademark Rights

Document Date: January 27, 2000

Number of Pages: 1 page

Signer(s) Other Than Named Above: None

Capacity Claimed by Signer

Signer's Name: Tonik Barber

Corporate Officer, Title: Assistant Secretary

Signer is Representing: Lucasfilm Ltd.