



02-22-2000

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #57

*MMD
2/22/00*

RECORDATION
TRADE

03-23-2000



101295171

S. Department of Commerce
Patent and Trademark Office

Our Ref.: 3257-167

Trademarks

Box Assignments, Washington, DC 20231

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

1. Name of conveying party(ies):

SMI International, Inc.

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

3. Nature of conveyance:

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

Execution Date: February 8, 2000

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

Name: Success Motivation International, Inc.

Internal Address:

Street Address: 500 Lakewood Drive

P. O. Box 9126

City: Waco

State/Country: Texas USA

Zip: 76710

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Texas
- 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 registration number(s): 1,997,210

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

- (1)
- (2)
- (3)

B. Trademark Registration No.(s)

- (1) 1,997,210 dated August 27, 1996
- (2)
- (3)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence

concerning document should be mailed:

Name: Frank P. Presta

Internal Address:

Street Address: Nixon & Vanderhye P.C.

1100 North Glebe Road

8th Floor

City Arlington State: VA Zip: 22201

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 #14-1140

8. The Commissioner is hereby authorized to charge any deficiency in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.

03/22/2000 DNGUYEN 00000185 1997210

01 FC:481

40.00 DP

DO NOT USE THIS SPACE

9. Statements 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.

Frank P. Presta

Name of Person Signing

Signature

February 22, 2000

Date

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

ASSIGNMENT

WHEREAS, SMI International, Inc., a Texas corporation, of 500 Lakewood Drive, Waco, Texas 76710, has adopted and used the mark SUCCESS MOTIVATION and Design which is registered in the United States Patent and Trademark Office, Registration No. 1,997,210, dated August 27, 1996; and

WHEREAS, Success Motivation International, Inc., a Texas corporation, of P.O. Box 9126, Waco, Texas 76710, is desirous of acquiring said mark and the registration thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said SMI International, Inc., does hereby assign unto said Success Motivation International, Inc., all right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and the above-identified registration thereof.

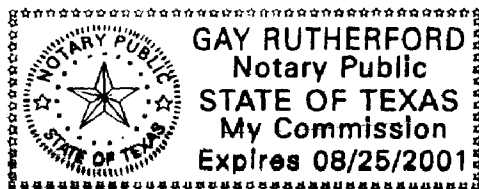
Date: 2-8-2000

SMI INTERNATIONAL, INC.
By: [Signature]
Title: Vice President

State of Texas }
County of McLennan }

Subscribed and sworn to before me this 8th day of February, 2000.

Gay Rutherford
Notary Public



396216