

02-11-2000

03-24-2000

HEET

2-11-00

101296809

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

Merger

Change of Name

Other

Effective Date
Month Day Year
 02 08 2000

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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)

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.)

03/24/2000 TTON11 00000173 200052 2113733

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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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. 20231

TRADEMARK
REEL: 002038 FRAME: 0718

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="75466014"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2113733"/>	<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.

CHRISTINE E WILSON
LARRY C. RUSS

Christine E Wilson
/s/

2/10/00

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARK

WHEREAS, Plan 8 Apparel, LLC, a California limited liability company (hereinafter "Assignor") possesses and owns an interest in the trademarks "Fly Girls" (United States Trademark Registration Number 2113733) and "Teen Queen" (United States Trademark Serial Number 75-466014) registered in the United States Patent and Trademark Office (hereinafter collectively referred to as "the said marks"); and

WHEREAS, FLY GIRLS LLC, a California limited liability company (hereinafter "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the said marks and the registration therefor, together with the goodwill of the business in connection with which the said marks is used and which is symbolized by the said marks, along with the right to recover for damages and profits for past infringements thereof without recourse or warranty except as stated herein.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said marks and the registration therefor for the United States and throughout the world together with the goodwill of the business in connection with which the said marks is used and which is symbolized by the said marks, along with the right to recover for damages and profits for past infringements thereof without recourse or warranty except as stated herein.

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

"Assignor"

Date: February 10, 2000

PLAN 8 APPAREL, LLC
A California limited liability company

By: ALC

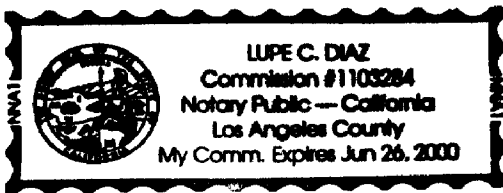
Its: Ch of Executive Officer / Manager

CORPORATE ACKNOWLEDGMENT FORM

STATE OF

COUNTY OF

On this 10th day of February, 2000, before me personally came Larry C. Russ to me know, who being by me duly sworn did depose and say that he is the Chief Executive Officer of Plan 8 Apparel, LLC, the corporation described in and which executed the foregoing instrument; that he knows the corporate 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, and that he signed his name thereto by like order.



Lupe C. Diaz
Notary Public