

05-05-2000



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OPR/FINANCE

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
3 21 2000

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)
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 is attached.
(Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,389,462"/>	<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:
Deposit Account

Enclosed

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

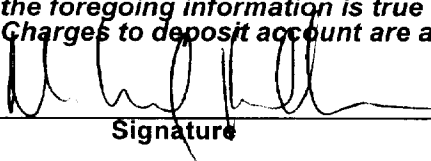
Authorization to charge additional fees:

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.

Michael G. Kelber
Name of Person Signing



Signature

April 12, 2000
Date

ASSIGNMENT OF TRADEMARKS

WHEREAS, Hook's-SuperX, Inc., a corporation organized and existing under the laws of the State of Delaware ("Assignor"), is the owner of the entire right, title and interest in the service mark "We Like to See You Smile" and U.S. Trademark Registration No. 1,389,462 therefor (the "Mark"); and

WHEREAS, Steven Rudolf, an individual and resident of the State of Indiana ("Assignee"), desires to acquire all right, title and interest in the Mark, together with that portion of the goodwill of the Assignor's business associated therewith.

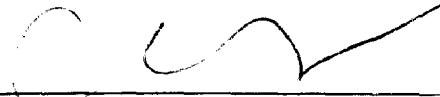
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

In order to make and record a specific formal Assignment of the Mark and the Registration therefor from ASSIGNOR to ASSIGNEE, be it known that for and in consideration of the sum of Five Hundred Dollars (\$500.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by ASSIGNOR, ASSIGNOR has sold, assigned, transferred and set over, and by this instrument does hereby sell, assign, transfer and set over to ASSIGNEE, and its successors and assigns, the entire right, title and interest owned by ASSIGNOR in and to the Mark and U.S. Trademark Registration No. 1,389,462 therefor, together with that portion of the goodwill of its business associated therewith, and all claims for past damages by reason of infringement of said Mark and with the right to sue for and collect the same for ASSIGNEE's own benefit and for the benefit of its successors, assigns and other legal representatives.

And ASSIGNOR does hereby covenant and agree, for itself and its successors and assigns, that it will execute and deliver to ASSIGNEE, without expense to itself, any and all additional documents and perform any further acts necessary to vest in ASSIGNEE the rights hereby conveyed.

IN TESTIMONY WHEREFORE, ASSIGNOR has caused this instrument to be signed by its duly authorized officer as shown below.

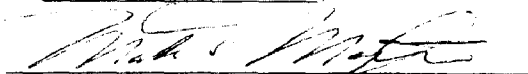
HOOK'S-SUPERX, INC.

By: 
Name: CHRISTINE L. EGAN
Title: ASSISTANT SECRETARY

Dated: MARCH 21, 2000

SUBSCRIBED & SWORN TO

before me this 21st day
of MARCH, 2000.



Notary Public
My Commission expires: 12/31/2003
268192

**Mark S. Morgenstern, Notary Public
State of Rhode Island
My Commission Expires 12-21-03**

**TRADEMARK
REEL: 002066 FRAME: 0947**

RECORDED: 04/14/2000