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07-11-2000

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



6-13-00

101400147

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

1. Name of conveying party(ies):
EZ Buy & EZ Sell Recycler Corporation of Southern California

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: **Trade Express, Inc.**
 Internal Address: _____
 Street Address: **210 East Cota Street**
 City: **Santa Barbara** State: **CA** ZIP: **93101**

Individual Citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State **Delaware**
 Other

If assignee is not domiciled in the United States, a domestic representative designation attached: **n/a** Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

B. Trademark registration No.(s) **2,274,550**

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **June 9, 2000**

4. Application number(s) or registration number(s):
 A. Trademark Application Nos.(s)
 B. Trademark registration No.(s) **2,274,550**

Additional numbers attached? Yes No

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

Name: **Avis Frazier-Thomas, Esq.**
 Internal Address: **Legal C-5**
 Street Address: **220 West 1st Street**
 City: **Los Angeles** State: **CA** ZIP: **90012**

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: **20-1115**
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Katherine L. McDaniel
Name of Person Signing

June 9, 2000
Date

07/10/2000 BNGUYEN 00000331 201115 2274550
01 FC:481 40.00 CH

Total number of pages comprising cover sheet [**2**]

Mail documents to be recorded with required cover sheet Information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002098 FRAME: 0639

Trademark Assignment

WHEREAS, EZ Buy & EZ Sell Recycler Corporation of Southern California, a Delaware corporation with its principal place of business at 2898 Rowena Drive, Los Angeles, CA 90039 (hereinafter referred to as "Assignor"), is the owner of all right, title and interest in and to the following trademark (hereinafter referred to as the "Mark") and the registration therefor:

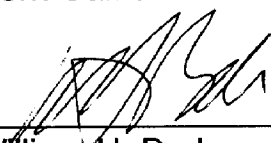
<u>Trademark</u>	<u>Registration No.</u>
TRADE EXPRESS	2,274,550

WHEREAS, Trade Express, Inc., a Delaware corporation with its principal place of business at 210 East Cota Street, Santa Barbara, CA 93101 (hereinafter referred to as "Assignee"), is a wholly-owned subsidiary of Assignor and desirous of acquiring all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark and registration therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby contributes, transfers and assigns to Assignee, its successors and assigns, the entire right, title and interest in and to the aforementioned Mark together with the goodwill of the business symbolized by and associated with the Mark and the registration therefor, and together with the right to sue for and recover damages for past infringement of the Mark and to stand in place of Assignor in all matters related thereto.

EZ Buy & EZ Sell Recycler Corporation of
Southern California

Date: June 9, 2000

By: 
William H. Barlow, Secretary