

07-26-2000



101413852

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 # 101312954A

Correction of PTO Error
Reel # [] Frame # []

Corrective Document
Reel # [] Frame # []

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year
12161999

Change of Name

Other []

Conveying Party

Mark if additional names of conveying parties attached

Name Hearst Communications, Inc. Execution Date
Month Day Year
12161999

Formerly []

Individual General Partnership Limited Partnership Corporation Association

Other []

Citizenship/State of Incorporation/Organization A Delaware Corporation

Receiving Party

Mark if additional names of receiving parties attached

Name Sports Afield, Inc.

DBA/AK/A/T/A formerly, S.A. Acquisition Corp.

Composed of []

Address (line 1) 11650 Riverside Drive

Address (line 2) []

Address (line 3) North Hollywood CA 91602

Individual General Partnership Limited Partnership Corporation Association

Other []

Citizenship/State of Incorporation/Organization A California Corporation

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.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002108 FRAME: 0650

RE
MRD
7-25-00

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1096745"/>	<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

previously deposited

(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.

Warren J. Kessler, Esq.
Name of Person Signing

Warren J. Kessler
Signature

07/24/00
Date Signed

ASSIGNMENT OF TRADEMARK

WHEREAS, Hearst Communications, Inc., a Delaware corporation with offices at 959 Eighth Avenue, New York, New York 10019 has adopted, used and is using a mark, SPORTS AFIELD, which is registered in the United States Patent and Trademark Office, Registration No. 1,096,745, dated July 18, 1978; and

WHEREAS, S.A. Acquisition Corp., a California corporation, of 7100 De Celis Place, Van Nuys, California 91406, is desirous of acquiring said mark and the registration thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Hearst Communications, Inc. does hereby assign unto the said S.A. Acquisition Corp. all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified registration thereof.

HEARST COMMUNICATIONS, INC.

By:

Title:

Jonathan Thackeray
VICE PRESIDENT

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.:

On this *6th* day of December, 1999 before me personally came *Jonathan Thackeray*
15 Bayas Farm Lane
Darien, CT
me known, who being by me duly sworn did depose and say: that he resides at

, that he is *Vice President* of Hearst Communications, Inc. the corporation described in and which executed the foregoing instrument; that he know the seal of the said corporation and that is was so affixed by order of the Board of Directors of said Corporation and that he signed his name hereto by like order.

Robert J. Hawley

Notary Public

ROBERT J. HAWLEY
Notary Public, State of New York
No. 31-4791083
Qualified in New York County
Commission Expires ~~March 30, 19...~~
May 31, 2001

TRADEMARK
REEL: 002108 FRAME: 0652

ASSIGNMENT OF TRADEMARK

WHEREAS, Hearst Communications, Inc., a Delaware corporation with offices at 959 Eighth Avenue, New York, New York 10019 has adopted, used and is using a mark, SPORTS AFIELD, which is registered in the United States Patent and Trademark Office, Registration No. 1,096,745, dated July 18, 1978; and

WHEREAS, S.A. Acquisition Corp., a California corporation, of 7100 De Celis Place, Van Nuys, California 91406, is desirous of acquiring said mark and the registration thereof;

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HEARST COMMUNICATIONS, INC.

By:

Title:

J Thackeray
VICE PRESIDENT

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.:

On this *6th* day of December, 1999 before me personally came *Jonathan Thackeray*
15 Bayes Farm Lane
me known, who being by me duly sworn did depose and say: that he resides at *Darien, CT*

, that he is *Vice President* of Hearst Communications, Inc. the corporation described in and which executed the foregoing instrument; that he know the seal of the said corporation and that is was so affixed by order of the Board of Directors of said Corporation and that he signed his name hereto by like order.

Robert G Hawley

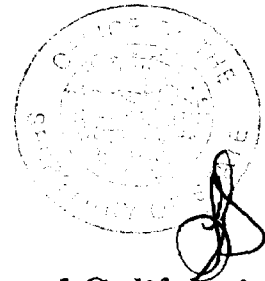
Notary Public

ROBERT L. HAWLEY
Notary Public, State of New York
No. 31-4791083
Qualified in New York County
Commission Expires ~~March 30, 19...~~
May 31, 2001

TRADEMARK
REEL: 002108 FRAME: 0653



SECRETARY OF STATE



I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of



DEC 23 1999

Bill Jones

Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

DEC 17 1999

BILL JONES, Secretary of State

ROBERT E. PETERSEN and PHILIP E. TRIMBACH certify that:

1. They are Chairman of the Board and Secretary, respectively, of S. A. Acquisition Corp., a California corporation.

2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

"The name of the corporation is
SPORTS AFIELD"

3. The foregoing Amendment of Articles of Incorporation has been duly approved by the Board of Directors.

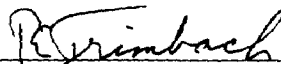
4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

The undersigned further declares under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of his own knowledge.

Dated: DECEMBER 17, 1999



ROBERT E. PETERSEN,
Chairman of the Board



PHILIP E. TRIMBACH,
Secretary



40539334

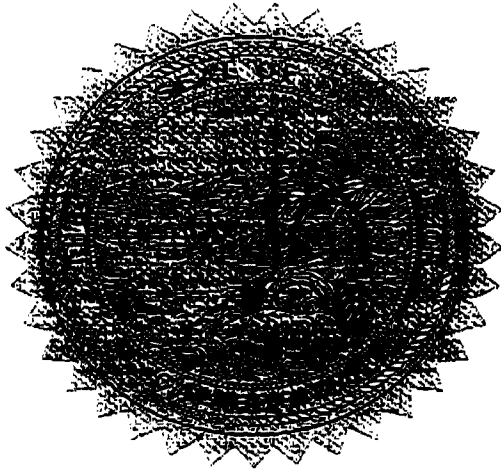


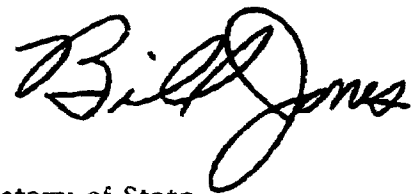
SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of





 Secretary of State

A0539334

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

ENDORSED-FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

FEB-9 2000

BILL JONES, SECRETARY OF STATE

ROBERT E. PETERSEN and PHILIP E. TRIMBACH certify that:

1. They are Chairman of the Board and Secretary, respectively, of Sports Afield, a California corporation.

2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:


"The name of the corporation is
SPORTS AFIELD, INC."

3. The foregoing Amendment of Articles of Incorporation has been duly approved by the Board of Directors.

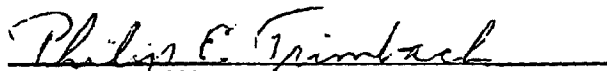
4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 1,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

The undersigned further declares under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of their own knowledge.

Dated: January 25, 2000



ROBERT E. PETERSEN,
Chairman of the Board



PHILIP E. TRIMBACH,
Secretary



I:\KKCLIENT\PETERSEN\SPORTS.AFD\INFORMATION\AGREEMTS\ARTICLE3.AMD

TRADEMARK
REEL: 002108 FRAME: 0657

MD
3.6.00



~~04-10-2000~~
~~101312954~~
2029 CENTURY PARK EAST
SUITE 1520
LOS ANGELES, CALIFORNIA 90067
TELEPHONE (310) 552-9800
FACSIMILE (310) 552-0442
E-MAIL kkalawcorp@aol.com

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WARREN J. KESSLER
JOAN B. KESSLER
LISA C. ALEXANDER
LISA K. SKAIST

March 3, 2000

VIA UPS OVERNIGHT DELIVERY

USPTO
Attention: Customer Service
Chrystal Gateway #4, 3rd Floor
1213 Jefferson Davis Highway
Arlington, VA 22202

Re: Sports Afield Trademark Assignment

Dear Sir or Madame:

Enclosed please find:

1. Two photocopies of an Assignment of the Sports Afield Trademark, Registration #1,096,745 from Hearst Communications, Inc., to S.A. Acquisition Corp.
2. A check for \$40.00 made out to the Commissioner of Patents and Trademarks.

Kindly record the assignment of the Sports Afield trademark from Hearst Communications, Inc., a Delaware Corporation, to S. A. Acquisition Corp., a California Corporation, upon receipt. Kindly timestamp the second photocopy and return it to us in the enclosed stamped, self-addressed envelope.

Feel free to call me with any questions.

Very truly yours,

KESSLER & KESSLER,
A LAW CORPORATION

04/07/2000 DNGUYEN 00000333 1096745

01 FC:481

40.00 DP

By: Warren J. Kessler
Warren J. Kessler

WJK:mk
Enclosures

I:\KCLIENT\PETERSEN\SPORTS.AFD\CORRESP\USPTO.001

RECORDED: 07/25/2000

TRADEMARK
REEL: 002108 FRAME: 0658