

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 30, 2000

4. Application number(s) or registration number(s): See attached Schedule A

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

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

Name: Paul T. Dietz, Esq.
NIKOLAI, MERSEREAU & DIETZ, P.A.
Street Address: 900 Second Avenue South, #820
City: Minneapolis State: MN Zip: 55402-3325

6. Number of applications and registrations involved: 36

7. Total Fee (37 CFR 3.41): \$ 1,440.00

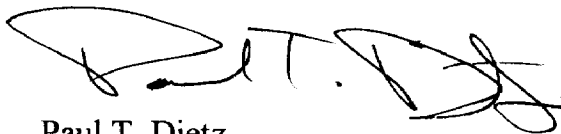
A check is enclosed.

8. The Commissioner is authorized to charge any fees or refund any overpayment under 37 CFR 2.6 which may be required by this paper to Deposit Account No. 08-1265.

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.



Name of Person Signing

Paul T. Dietz

Date: July 11, 2000

Total number of pages including cover sheet, attachments and document: 5

EXHIBIT A

REG NO./SERIAL NO.	REGISTERED/FILING DATE	MARK
2,104,054	October 7, 1997	WE COME IN PEACE
2,072,149	June 17, 1997	SPACE ALIENS
2,099,743	September 23, 1997	FOOD SO GOOD YOU'D SWEAR IT WAS FROM ANOTHER PLANET
2,077,837	July 8, 1997	OUT OF THIS WORLD FOOD
2,109,491	October 28, 1997	OUT OF THIS WORLD FOOD
2,084,485	July 29, 1997	SPACE ALIENS
2,137,630	February 17, 1998	FOOD SO GOOD YOU'D SWEAR IT WAS FROM ANOTHER PLANET
2,074,308	June 24, 1997	ABSOLUTELY POSITIVELY THE BEST RIBS IN THE ENTIRE UNIVERSE
2,065,625	May 27, 1997	SEASONING GOUP
2,241,692	April 27, 1999	OUTER SPACE ONION
2,102,199	September 30, 1997	I HAD LUNCH WITH A SPACE ALIEN
2,080,276	July 15, 1997	I HAD A DRINK WITH A SPACE ALIEN
2,143,405	March 10, 1998	SPACE ALIENS
2,100,390	September 23, 1997	SPACE ALIENS
2,104,242	October 7, 1997	EARTHLINGS WELCOME
2,151,476	April 14, 1998	MARTIAN MUFFIN
75/211,246	December 10, 1996	WINGS FROM PLANET X
2,151,475	April 14, 1998	SPACESHIP SALAD

2,241,045	April 20, 1999	PERFECT PEPPERONI PIZZA FROM PLUTO
2,155,759	May 5, 1998	MARTIAN MELTDOWN
2,171,905	July 7, 1998	JALAPENO ROCKETS
2,241,828	April 27, 1999	MARTIAN MUNCHIES
2,299,171	December 14, 1999	ALIENADE
2,130,631	January 20, 1998	LUNAR ISLAND TEA
2,142,571	March 10, 1998	BLOODY MARTIAN
2,185,498	September 1, 1998	MARS MUD SLIDE
2,288,386	October 26, 1999	BAHAMA ALIEN MAMA
2,243,953	May 4, 1999	FIRE ROASTED PIZZA
75/251,261	March 4, 1997	BEST FRIES IN THE ENTIRE UNIVERSE
2,263,700	July 20, 1999	RIB RIOT
2,268,569	August 10, 1999	OUTER SPACE FRIES
75/617,327	January 8, 1999	BEST TASTE FROM OUTER SPACE
75/617,314	January 8, 1999	BEST TASTE FROM OUTER SPACE
75/751,311	June 29, 1999	SPACE CADET MEAL
75/251,260	March 4, 1997	COSMIC BULLDOG
75/738,981	June 29, 1999	SPACE CADET MEALS

ASSIGNMENT

WHEREAS, Mort Bank, an individual residing in Bismarck, North Dakota, is the owner, has adopted, and is using the marks listed on the attached Exhibit A in business;

WHEREAS, Galaxy Investors, Inc. a corporation duly organized and existing under the laws of the State of North Dakota and having a principal place of business located at Bismarck, North Dakota is desirous of acquiring said marks;

NOW, THEREFORE, in consideration of and in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Mort Bank does sell, assign and transfer and set over to Galaxy Investors, Inc. the entire right, title and interest in and to said marks, said applications and said registrations identified in Exhibit A, and the goodwill of the business associated with these marks. Mort Bank agrees that he will not hereafter adopt or use any mark or name confusingly similar to these marks, or which tends to dilute their distinctiveness.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration of said marks shown in Exhibit A to said Galaxy Investors, Inc.

Mort Bank
Mort Bank

STATE OF North Dakota
COUNTY OF Burleigh)^{SS}

On this 30 day of May, 2000, before me a Notary Public for and within the county aforesaid, personally appeared Mort Bank, to me known to be the person described in the foregoing Assignment, and he acknowledged to me that he executed the same as his free act and deed.

Gene Greff
Notary Public
GENE GREFF
Notary Public, STATE OF NORTH DAKOTA
My Commission Expires DEC. 18, 2002