

08-28-2000



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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 7-24-00

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 Effective Date
Month Day Year
7 10 00

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year
7 10 00

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 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

08/25/2000 DNGUYEN 00000147 501107 2209677

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:
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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)

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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)

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.

WILLIAM C. GLENN

7-19-00

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF REGISTRATIONS OF MARKS

WHEREAS BERKELEY SYSTEMS, INC., a Delaware corporation, 2095 Rose Street, Berkeley, California 94709, has adopted, used and is using marks which are registered in the United States Patent and Trademark Office, as follows:

Registration No. 2,209,677, Issued December 8, 1998
Registration No. 2,286,624 Issued October 12, 1999

WHEREAS FLIPSIDE, INC., a Delaware corporation, 19840 Pioneer Avenue, Torrance, California 90503, is desirous of acquiring said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said BERKELEY SYSTEMS, INC. does hereby assign unto the said FLIPSIDE, INC. all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the above-identified registrations thereof.

BERKELEY SYSTEMS, INC.

[Signature of Scott Tollefsen]
by Scott Tollefsen, Secretary

July 10, 2000
Date

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

On July 10, 2000, before me, Tricia Stephens 7/10/00, [Signature] ~~Helgard Walther~~, personally appeared Scott Tollefsen, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature [Signature of Tricia Stephens]

(NOTARY SEAL)

