

10-11-2000



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RECORDATION FORM COVER SHEET
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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 #
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
8 17 00

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
8 17 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 Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization

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10/10/2000 MTHAI1 00000072 501107 75703895

01 FC:481 40.00 CH
02 FC:482 125.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
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Enter for the first Receiving Party only.

Name

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Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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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.

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF APPLICATIONS FOR REGISTRATION OF MARKS

WHEREAS BERKELEY SYSTEMS, INC., a Delaware corporation, 2095 Rose Street, Berkeley, California 94709, has adopted, used and is using, or has a bona fide intention to adopt and use, marks for which applications for registration have been filed in the United States Patent and Trademark Office, as follows:

- Serial No. 75/703,895 Filed May 12, 1999
Serial No. 75/551,311 Filed September 11, 1998
Serial No. 75/857,858 Filed November 23, 1999
Serial No. 75/857,855 Filed November 23, 1999
Serial No. 75/561,096 Filed September 24, 1998
Serial No. 75/563,144 Filed October 2, 1998

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

BERKELEY SYSTEMS, INC.

[Signature]
by Scott Tollefsen, Secretary

August 17, 2000
Date

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

On August 17, 2000, before me Helgard G. 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]

(NOTARY SEAL)

