

11-22-2000

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



101523772

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

9-21-00

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 # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
08172000

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
08172000

Name Moon Crescent Studios, Inc.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Moon Crescent Animation, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1600 Rosecrans Avenue

Address (line 2) Building 2B, Third Floor

Address (line 3) Manhattan Beach
City

California
State/Country

90266
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 Delaware

FOR OFFICE USE ONLY

165E

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 Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mall documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

FORM PTO-1618B
Expires 08/30/98
OMB 9551-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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" value="76012519"/>	<input type="text" value="76012522"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="76012520"/>	<input type="text" value="76012523"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="76012521"/>	<input type="text" value="76012524"/>	<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

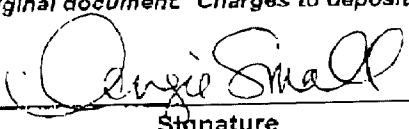
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) #

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.

Angie Small  September 6, 2000

Name of Person Signing Signature Date Signed

**PC AND THE WEB
TRADEMARK ASSIGNMENT**

Whereas, Moon Crescent Studios, Inc., a Delaware corporation with a principle place of business at 1600 Rosecrans Avenue, Building 2B, Third Floor, Manhattan Beach, California 90266 (hereinafter "Conveying Party") is the owner of the trademark PC AND THE WEB, the goodwill associated therewith, certain United States Trademark Applications related thereto ("The Trademark Applications"), and is engaged in an existing and ongoing business also related thereto.

Whereas, The Trademark Applications include the following:
Mark: PC AND THE WEB, International Class 9, Serial Number: 76/021519;
Mark: PC AND THE WEB, International Class 16, Serial Number: 76/021520;
Mark: PC AND THE WEB, International Class 18, Serial Number: 76/021521;
Mark: PC AND THE WEB, International Class 25, Serial Number: 76/021522;
Mark: PC AND THE WEB, International Class 28, Serial Number: 76/021523; and
Mark: PC AND THE WEB, International Class 41, Serial Number: 76/021524.

Whereas, Moon Crescent Animation, Inc., a Delaware corporation with a principle place of business at 1600 Rosecrans Avenue, Building 2B, Third Floor, Manhattan Beach, California 90266 (hereinafter "Receiving Party") is desirous of acquiring all right, title and interest in and to the PC AND THE WEB trademark, the goodwill associated therewith, The Trademark Applications, and the existing and ongoing business related thereto.

Now therefore, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Conveying Party has assigned and hereby does assign all right, title and interest in and to the PC AND THE WEB trademark, the goodwill associated therewith, The Trademark Applications, and the existing and ongoing business related thereto to Receiving Party.

PC AND THE WEB
TRADEMARK ASSIGNMENT (continued)

Now therefor, Conveying Party and Receiving Party hereby agree that this Trademark Assignment shall be executed in duplicate and that each of the executed copies shall function as an original.

Moon Crescent Studios, Inc.

By: [Signature]

Dated: August 17, 2000

Christopher Cain

Chief Executive Officer

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No. 5

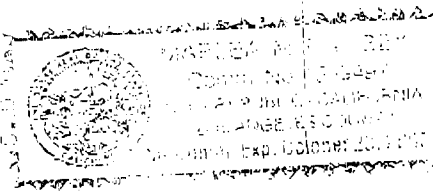
State of CALIFORNIA

County of LOS ANGELES

On 8-17-00 before me, MARLEA M. RAMSEY, NOTARY PUBLIC
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared Christopher Cain
NAME(S) OF SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

[Signature]
SIGNATURE OF NOTARY

OPTIONAL SECTION

CAPACITY CLAIMED BY SIGNER
Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
CBO
TITLE(S)
- PARTNER(S) LIMITED
- ATTORNEY-IN-FACT GENERAL
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

MOON CRESCENT STUDIOS, INC.

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT.

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

OPTIONAL SECTION

TITLE OR TYPE OF DOCUMENT PC & The Web

NUMBER OF PAGES 3 DATE OF DOCUMENT 8-17-2000

SIGNER(S) OTHER THAN NAMED ABOVE None