

10-19-2000



101490742

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 9-29-00

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
Effective Date
Month Day Year

Merger

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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

Citizenship/State of Incorporation/Organization

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.)

10/16/2000 NTHA11 00000059 1575258

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
75.00 OP

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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: 002157 FRAME: 0507

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="1,575,258"/>	<input type="text" value="1,332,346"/>	<input type="text" value="1,454,363"/>
<input type="text" value="1,160,176"/>	<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

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.

Kathy A. Keller

Name of Person Signing

Kathy A. Keller

Signature

Sept 28, 2000

Date Signed

ASSIGNMENT OF TRADEMARKS

Pro Kennex, Inc., a California corporation, having had its place of business at 9606 Kearny Villa Road, San Diego, California 92126-4589 ("Assignor"), has previously adopted and used in its business the trademark registrations which are identified on Schedule "A" attached hereto and incorporated herein (collectively the "Trademarks"), for which Assignor owns the federal registrations ("Trademark Registrations") with the United States Patent and Trademark Office.

Assignor desires to transfer to San Diego Wholesale Credit Association ("Assignee"), a California corporation, having its principal place of business at 2044 First Avenue, Suite 300, San Diego 92101, all of Assignor's right, title and interest in and to, and licensing rights in said Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby irrevocably assigns, transfers and conveys to Assignee all of Assignor's worldwide right, title and interest in and to, and licensing rights in the Trademarks, and all renewals and extensions thereof, together with the goodwill of the business associated with or symbolized by the Trademark Registrations, and all rights to profits, damages and other relief for any past, present and future infringement of the Trademarks, and the right to sue and collect the same for Assignee's own use and benefit and the benefit of Assignee's successors, assigns, or legal representatives.

Assignor hereby irrevocably appoints Assignee as its attorney-in-fact coupled with an interest to act in Assignor's name, place and stead to execute, deliver and record any documents or instruments of assignment or otherwise required in any country in which the Trademarks are issued, or in which Assignee desires to seek protection for the Trademark Registrations. Assignor hereby represents and warrants that it has not previously assigned, transferred, pledged, liened or otherwise encumbered the Trademark Registrations or taken any other action which would conflict with this Assignment.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of 27
SEPTEMBER, 2000.

PRO KENEX, INC.
a California corporation

By: Charles E. Andrews

Name: CHARLES E. ANDREWS

Title: OFFICER

SCHEDULE "A"**Registered Trademarks**

Owner/ Applicant	Country	Reg. No.	Reg. Date	Title
Pro Kennex, Inc.	U.S.	1,575,258	1/2/90	PRO KENNEX & Design
Pro Kennex, Inc.	U.S.	1,332,346	4/23/85	PRO KENNEX & Design
Pro Kennex, Inc.	U.S.	1,454,363	8/25/87	(sail) Design Only
Pro Kennex, Inc.	U.S.	1,160,176	7/7/81	PRO KENNEX

STATE OF CALIFORNIA }
COUNTY OF San Diego }ss
}

On Sept. 27, 2000 before me, Sharon Johnson, Notary Public, personally appeared Chuck Adams 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 Sharon Johnson

(This area for official notarial seal)

