

10-20-2000



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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

10-2-00

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

02 24 2000

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Stan Lee Media, Inc.

09 25 2000

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization Delaware, U.S.A.

Receiving Party

Mark if additional names of receiving parties attached

Name Stan Lee Media, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 15821 Ventura Boulevard

Address (line 2) Suite 675

Address (line 3) Encino California 91436
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 Delaware, U.S.A.

FOR OFFICE USE ONLY

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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

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)

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.

Arthur M. Lieberman, Esq.

9-25-00

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT

Whereas Stan Lee Media, Inc., a corporation of the State of Delaware with offices at 15821 Ventura Boulevard, Suite 675, Encino, California 91436 has adopted, used and is using the trademarks identified on Schedule A attached hereto (hereafter the "Marks") in interstate commerce and has filed applications with the United States Patent and Trademark Office based on its bona fide intent to use such marks in commerce, but has not yet filed allegations of use of the marks under Section 1(c) or 1(d) of the Trademark Act;

Whereas, KBNHA Enterprises, Inc., a corporation of the State of Delaware with offices at 15260 Ventura Boulevard, Suite 2100, Sherman Oaks, California 91403, and Stan Lee Media, Inc., a corporation of the State of Delaware with offices at 15821 Ventura Boulevard, Suite 675, Encino, California 91436 are desirous of acquiring said marks and the business and good will associated therewith, and any registrations which might issue thereon,

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said Stan Lee Media, Inc. does hereby assign unto the said KBNHA Enterprises, Inc. and Stan Lee Media, Inc., all right, title, and interest in and to the Marks, as required by 15 U.S.C. §1060.

STAN LEE MEDIA, INC.

A handwritten signature in black ink, appearing to read "Gill Champion", written in a cursive style.

Gill Champion, Chief Operation Officer

Date: September 25, 2000

SCHEDULE A

U.S. TRADEMARK APPLICATIONS

The Backstreet Project	75926620
Illusioneer	76001733
Top Speed	76057443
Power Lord	76001732
Ninja-Man	76001738
Ordnance	76045757

INTERNATIONAL TRADEMARK APPLICATIONS

The Backstreet Project	Canada	1063475
Illusioneer	Canada	1063481
Top Speed	Canada	1063476
Power Lord	Canada	1063477
Ninja-Man	Canada	1063479
Ordnance	Canada	1063478
The Backstreet Project	Japan	2000-056832
Illusioneer	Japan	2000-68004
Top Speed	Japan	2000-68007
Power Lord	Japan	2000-68005
Ninja-Man	Japan	2000-68003
Ordnance	Japan	2000-68006