

10-26-2000



REC 101497144
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
Effective Date
Month Day Year
06011999
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name LAWSON PRODUCTIONS, INC. Execution Date
Month Day Year

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name LORDFLY, INC.

DBA/AKATA _____

Composed of _____

Address (line 1) 2208 FOURTH AVENUE

Address (line 2) _____

Address (line 3) SEATTLE WASHINGTON 98121
City State/Country Zip Code

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

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.)

FOR OFFICE USE ONLY

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.

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: 002162 FRAME: 0771

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="2005501"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<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.

STEPHEN J. LAWSON

X

9/29/00

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT
("BAD ANIMALS")

THIS ASSIGNMENT (the "Assignment") is made and delivered effective June 1, 1999 by **LAWSON PRODUCTIONS, INC.**, a Washington corporation whose address is 2212 Fourth Avenue, Seattle, Washington 98121 ("Assignor"), in favor of **LORDFLY, INC.**, a Washington corporation whose address is 2208 Fourth Avenue, Seattle, Washington 98121 ("Assignee").

RECITALS

A. Assignor previously adopted and used the trademark "BAD ANIMALS®" (the "Mark") in connection with audio recording and production and video tape production and was granted registration on the Principal Register maintained by the United States Patent and Trademark Office on October 8, 1996 under Registration No. 2005501 (the "Registration").

B. Under an ASSET PURCHASE AGREEMENT dated June 1, 1999 (the "Purchase Agreement"), effective June 1, 1999 Assignor has transferred and sold to Assignee certain business assets, including all Assignor's right, title and interest in and to the Mark together with the goodwill appertaining thereto.

THEREFORE, in addition to such separate bills of sale and instruments of transfer as the parties may execute or may have executed in connection with the closing of the transaction contemplated by the Purchase Agreement, ASSIGNOR HEREBY SELLS, transfers, conveys and assigns to Assignee Assignor's entire right, title and interest in and to the Mark and the Registration, together with the goodwill of the business appertaining to the Mark which is symbolized by the Mark.

This Assignment is given pursuant to the Purchase Agreement. Nothing herein shall be deemed to supersede, enlarge on or modify any of the obligations, agreements, covenants, or warranties of Assignor, Seller's shareholders, Assignee or Assignee's shareholder contained in the Purchase Agreement, all of which survive the execution and delivery of this Assignment.

ASSIGNOR:

LAWSON PRODUCTIONS, INC.

By: 
STEPHEN J. LAWSON, President

STATE OF WASHINGTON)

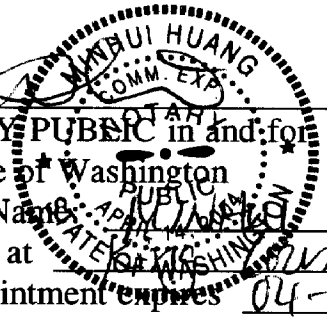
) ss.

COUNTY OF KING)

I certify that I know or have satisfactory evidence that STEPHEN J. LAWSON is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the

President of LAWSON PRODUCTIONS, INC., and to be the free and voluntary act of such parties for the uses and purposes mentioned in the instrument.

DATED: September 29th 2000.

A circular notary seal for Xianghui Huang, Notary Public in and for the State of Washington. The seal contains the text "XIANGHUI HUANG", "NOTARY PUBLIC", "STATE OF WASHINGTON", and "COMM. EXP.". The seal is stamped over the notary's signature and the printed name field of the notary form.
NOTARY PUBLIC in and for
The State of Washington
Printed Name: Xianghui Huang
Residing at King County, WA
My appointment expires 04-14-2004