

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

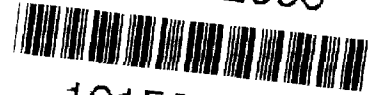


09-11-2000

U.S. Patent & TMOs/TM Mail Rpt Dt. #26

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
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Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name NATIONAL ACADEMY OF SPORTS MEDICINE, INC.

06 20 2000

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name APEX FITNESS, INC.

DBA/AKATA

Composed of

Address (line 1) 123 HUDEN CAMP ROAD

Address (line 2) Suite 204

Address (line 3) THOUSAND OAKS

CA.

91360

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

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.)

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Address (line 1)

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Correspondent Name and Address

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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)

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<input type="text"/>	<input type="text"/>	<input type="text"/>
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1814110	<input type="text" value="1814110"/>	<input type="text"/>
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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.)

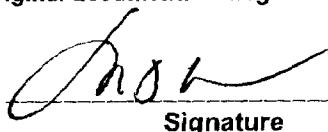
Deposit Account Number: #

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.

JEFFREY D. COHEN
Name of Person Signing


Signature

9/5/2000
Date Signed

ASSIGNMENT OF TRADEMARK



Trademark: N. A. S. M. (Stylized)
Registration No: 1,814,110
Date of Reg.: 12/28/1993
Class No. Intl. Cl. 41

09-11-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #26

ASSIGNOR: NATIONAL ACADEMY OF SPORTS MEDICINE, INC.
(Illinois corporation)
1510 West Montana Street
Chicago, IL 60614

ASSIGNEE: APEX FITNESS, INC.
(California corporation)
123 Hodencamp Road, Suite 204
Thousand Oaks, CA 91360

AGREEMENT made this 20th day of June, 2000, by and between National Academy of Sports Medicine, Inc., hereafter referred to as "Assignor" and Apex Fitness, Inc., hereafter referred to as "Assignee."

Recital

1. Assignor is the owner of the servicemark N.A.S.M., which is registered with the United States Patent and Trademark Office as registration number 1,814,110 registered December 28, 1993. A true and correct copy of the registration certificate is attached hereto as Exhibit "A."

Transfer of Trademark

2. For valuable consideration, receipt of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee all of Assignor's interest in the N.A.S.M. servicemark number 1,814,110 registered December 28, 1993, and its registration, together with all rights to secure renewals, reissues, extensions of the trademark, and that part of the goodwill of Assignor's business connected with the use of and symbolized by the N.A.S.M. servicemark.

Representations and Warranties of Assignor

3. Assignor hereby covenants, warrants, and represents to Assignee that:

(a) Assignor is the sole owner of and has the exclusive right to use the N.A.S.M. servicemark free and clear of any liens, encumbrances, licenses, or claims of any nature, and has made no agreement with respect to the N.A.S.M. servicemark which is in conflict with this agreement.

(b) Except as specified in Paragraph 1 of this Agreement, no other trademark has been effected, nor has any other registration relating to trademark protection been made with respect to the N.A.S.M. servicemark.

(c) Assignor agrees to authorize and direct its officers to make and execute any instrument and perform any legal act that Assignee may think necessary to secure the trademark, or any renewal or extension of the trademark.

(d) Each of the covenants contained in this Paragraph 3 shall be deemed to be a separate covenant, representation, and warranty.

IN WITNESS WHEREOF, the parties have executed this agreement at Chicago, Illinois on the day and year first above written.

ASSIGNOR:

**NATIONAL ACADEMY OF SPORTS
MEDICINE, INC.**

By: 

ROBERT GOLDMAN, D.O., Ph.D.
International President

(ACKNOWLEDGMENT ON FOLLOWING PAGE)

Acknowledgment

State of Illinois)
County of COOK) ss
)

On JUNE 20, 2000, before me, DONNA MILOSEVICH

personally appeared **ROBERT GOLDMAN**, 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.

Donna Milosevich
NOTARY PUBLIC



(seal)