

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

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TQ: 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 _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name West Coast Entertainment Corporation Execution Date
Month Day Year 12112000

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 UBT Management, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1818 Boone Trail

Address (line 2) _____

Address (line 3) Louisville KY 40245
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
 - Other Limited liability company
 - Citizenship/State of Incorporation/Organization Kentucky
- 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 Practice. 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

FORM PTO-1618B
Expires 08/30/99
OMB 0651-0027

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"/>	<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="1966492"/>	<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.

Amy B. Berge

Name of Person Signing



Signature

January 2, 2001

Date Signed

ASSIGNMENT OF REGISTERED MARK

WHEREAS, West Coast Entertainment Corporation, a Delaware corporation, whose address is 9990 Global Road, Philadelphia, Pennsylvania 19115 ("Assignor"), has adopted and used the following mark which is registered in the United States Patent and Trademark

Office:

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
RED GIRAFFE	1,966,492	April 9, 1996

WHEREAS, UBT Management, LLC, a limited liability company with an address of 1818 Boone Trail, Louisville, Kentucky 40245 ("Assignee"), is desirous of acquiring said mark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all of its right, title and interest, in and to the said mark, together with the good will of the mark, and the above-identified registration thereof.

WEST COAST ENTERTAINMENT CORPORATION
ASSIGNOR

By: 

Name: _____

Title: _____

Gerard Lemikubov
President

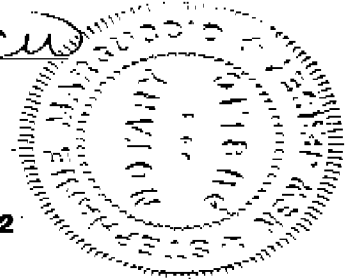
STATE OF New Jersey)
)SS
COUNTY OF Camden)

Subscribed and sworn to before me by Gerard Leimkuhler in his/her capacity as President of Assignor, who acknowledged said Assignment as Assignor's free act and deed, this 17th day of December, 2000

My Commission expires: June 3, 2002

Stephanie Marguccio
NOTARY PUBLIC

STEPHANIE MARGUCCIO
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES JUNE 3, 2002



ACCEPTED:

UBT MANAGEMENT, LLC
ASSIGNEE

By: [Signature]
Name: CHRISTOPHER D. KLADTKE
Title: Man

STATE OF KENTUCKY)
)SS
COUNTY OF JEFFERSON)

Subscribed and sworn to before me by CHRISTOPHER KLADTKE in his/her capacity as MANAGER of Assignee, who acknowledged acceptance of said Assignment as Assignee's free act and deed, this 21ST day of DECEMBER, 2000

My Commission expires: Notary Public, State at Large, KY
My commission expires Jan. 21, 2001

Angela Y. Nickerson
NOTARY PUBLIC

