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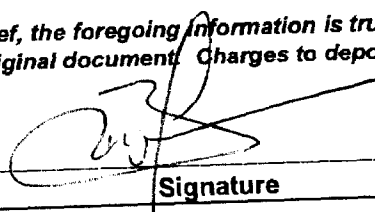
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To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

BRYAN M. FRIEDMAN

11/09/00

Name of Person Signing



Signature

Date Signed

ASSIGNMENT OF REGISTERED TRADEMARKS

Assignment

Whereas, SOLITUDE, LLC ("Seller"), a California limited liability company with its executive business offices located at 1021 Mark Avenue, Carpinteria, California 93013, has adopted, used, is using and is the owner of the following trademarks now registered in the United States Patent and Trademark Office:

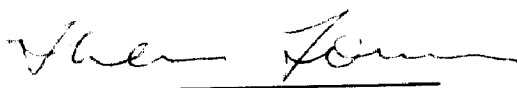
SOLITUDE	U.S. registration no. 2,381,287
SOLITUDE	U.S. serial no. 75/496,966
SOLITUDE	U.S. serial no. 75/790,752
SOLITUDE	U.S. serial no. 75/564-381
WATERMAN	U.S. registration no. 2,120,269

Whereas, SOLITUDE INTERNATIONAL, LLC ("Buyer"), a California limited liability company with its principal executive offices located at 642 Arizona Avenue, Chula Vista, California 91911, is desirous of acquiring said registered trademarks,

Now, Therefore, for good and valuable consideration, the receipt of which is hereby acknowledged, Seller assigns to Buyer all right, title and interest in the United States in and to said trademarks together with the goodwill of the business symbolized by said trademarks and registrations thereof.

Signed at Santa Barbara, this 9th day of November, 2000.

SOLITUDE, LLC

By 
Shaun Tomson
President

Afi/solitude/ assignment of trademarks8/23/00