

12-07-2000



101543034

RECORDATION 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
5 12 2000
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Primordial, LLC

Execution Date
Month Day Year
11 3 2000

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name ZCo, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2001 Park Place

Address (line 2) Suite 320

Address (line 3) Birmingham
City

Alabama
State/Country

35203
Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization Delaware

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.)

12/06/2000 DBYRNE 00000197 75834274

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 125.00 OP

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

TRADEMARK

REEL: 002189 FRAME: 0659

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

(415) 369.7367

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.

#

5

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)

75/834,274	75/833,984	75/833,997
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

2,184,475	2,229,010	2,239,215
<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.

#

6

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

165.00

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:

#

50-0918

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.

Becky L. Troutman

Name of Person Signing

Becky L. Troutman

Signature

11/17/00

Date Signed

NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, Primordial LLC, a California limited liability company ("Assignor") is the owner of the U.S. Trademark Registrations and Applications listed in Exhibit A hereto (the "Marks");

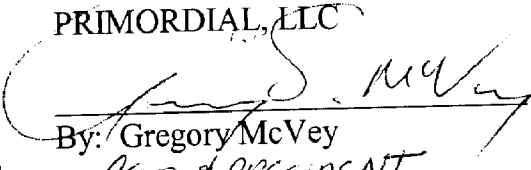
WHEREAS, on May 12, 2000 Assignor sold, assigned and transferred unto ZCo, LLC, a Delaware limited liability company ("Assignee"), all of its right, title and interest in and to the Marks listed in Exhibit A together with and the ongoing and existing business of Assignor to which the Marks pertain and the goodwill of the business connected with the Marks;

WHEREAS, the parties now desire to ratify and confirm said sale, assignment and transfer of all of Assignor's right, title and interest in and to the Marks, the ongoing and existing business of Assignor to which the Marks pertain and the goodwill of the business connected with the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby ratify and confirm its sale, assignment and transfer to Assignee, its successors and assigns, *nunc pro tunc* as of May 12, 2000 of its entire right, title and interest in and to the Marks listed in Exhibit A, the ongoing and existing business of Assignor to which the trademarks pertain and the goodwill of the business connected with the trademarks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Assignor further ratifies and confirms its sale, assignment and transfer to Assignee, its successors and assigns all right to sue for and receive all damages accruing from past infringements of the Marks herein assigned. This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

In witness whereof, Gregory McVey, an authorized representative of Primordial, LLC, has set his hand on behalf of Primordial, LLC this 3 day of NOVEMBER 2000.

PRIMORDIAL, LLC

By: Gregory McVey
Title: CEO & PRESIDENT

State of _____:
County of _____:

Personally appeared before me the above-named Gregory McVey, to me well known, who signed the foregoing NUNC PRO TUNC TRADEMARK ASSIGNMENT on behalf of Primordial, LLC in my presence on the date thereof and acknowledged the same to be his voluntary act and deed.

Notary Public

My commission to expire on _____

*Please see attached
California all-purpose
acknowledgment*

EXHIBIT A

U.S. TRADEMARK REGISTRATIONS AND APPLICATIONS

U.S. Trademark Registrations

TRADEMARK	REGISTRATION NO.	REGISTRATION DATE
ZOOB	2,184,475	8/25/98
PRIMORDIAL	2,229,010	3/2/99
CITROID	2,239,215	4/13/99

Pending U.S. Trademark Applications

TRADEMARK	APPLICATION NO.	FILING DATE
ZOOB TUBE	75/834,274	10/28/99
ZOBDUDE	75/833,984	10/28/99
Design	75/833,997	10/28/99

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

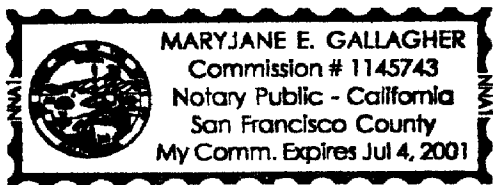
State of California }
County of San Francisco } ss.

On November 3, 2000, before me, MARYJANE E. GALLAGHER, NOTARY,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared GREGORY McVEY,
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

MaryJane E. Gallagher
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: NUNC PRO TUNC TRADEMARK ASSIGNMENT

Document Date: Nov. 3, 2000 Number of Pages: 2

Signer(s) Other Than Named Above: None

Capacity(ies) Claimed by Signer

Signer's Name: Gregory McVey

- Individual
- Corporate Officer — Title(s): CEO & President
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____

