

TAB settings

To the Honorable Commissioner of Patents

101650750

1. Name of conveying party(ies): 3-12-01

Xes Appeal, Inc.

2. Name and address of receiving party(ies)

Name: Tri-Union Investment Group, Inc.

Internal Address: _____

Street Address: 601 Hadley Road

City: South Plainfield State: N.J. ZIP: 07080

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State of New Jersey

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

- Individual(s)
- General Partnership
- Corporation-State of New Jersey
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: Oct. 21, 2000

4. Application number(s) or patent number(s):

A. Trademark Application No.(s) 75/587214

B. Trademark Registration No.(s) 2, 333, 003

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: S. C. Yuter, J.S.D.

Internal Address: _____

Street Address: _____

407 Cedar Drive West

City: Briarcliff Manor State: NY ZIP: 10510

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 40.00 + \$25 = \$65
for same mark in two classes

* Enclosed = \$25

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

S. C. Yuter

Name of Person Signing

Signature

March 6, 2001

Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

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12-12-2000

3 SHEET LY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office



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attached original documents or copy thereof.

Tab settings

To the Honorable Commissioner of

1. Name of conveying party(ies)

Xes Appeal, Inc.

2. Name and address of receiving party(ies)

Name: Tri-Union Investment Group, Inc.

Internal Address:

Street Address: 2520 Route 22 East

City: Scotch Plains State: N.J. ZIP: 07076

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State of New Jersey, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: Oct. 21, 2000

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State of New Jersey, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s) 75/587214

B. Trademark Registration No.(s) 2, 333, 003

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: S. C. Yuter, J.S.D.

Internal Address:

Street Address:

407 Cedar Drive West

City: Briarcliff Manor State: NY ZIP: 10510

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 40.00 for same mark in two classes Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

S. C. Yuter

Name of Person Signing

Signature

Oct. 25, 2000 Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:

12/12/2000 GTON11 00000001 75587214

Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 002259 FRAME: 0585



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U.S. Patent & TMOtc/TM Mail Rcpt Dt. #61

TRADEMARK ASSIGNMENT

WHEREAS XES APPEAL, INC., a corporation of the State of New Jersey, having an office at 2520 Route 22 East, Scotch Plains, New Jersey 07076, U.S.A., is the owner of the Trademark Registrations for a Heart-Face Design listed in the attached Schedule A and the Trademark Applications for the same Heart-Face Design listed in the attached Schedule B, together with the right to use said mark in the United States and in the other countries of said registrations and applications, including the good will of the businesses with which said mark is used and which is symbolized by said mark in the United States and said other countries (herein jointly "SAID TRADEMARK RIGHTS");

WHEREAS TRI-UNION INVESTMENT GROUP, INC., a corporation of the State of New Jersey, having an office at 2520 Route 22 East, Scotch Plains, New Jersey 07076, U.S.A., is desirous of owning SAID TRADEMARK RIGHTS;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in consideration of \$10.00 and other good and valuable consideration, the receipt of which is hereby acknowledged by XES APPEAL, INC., XES APPEAL, INC., by these presents, hereby sells, transfers, conveys and assigns to TRI-UNION INVESTMENT GROUP, INC. the entire right, title and interest in and to SAID TRADEMARK RIGHTS, including the good will of the businesses with which said mark is used and which is symbolized by said mark in the United States and in the other countries of said Trademark Registrations and Trademark Applications, together with the right to recover for past infringement of said mark in each of said countries.

XES APPEAL, INC.

By  SEAL
HARRY CHEN, President

STATE OF NEW JERSEY)
) ss.:
COUNTY OF MORRIS)

On this 16 day of October, 2000, before me personally came HARRY CHEN, to me known, who, being duly sworn, did depose and say that he was duly directed and authorized by XES APPEAL, INC. to sign and seal the foregoing instrument as President of XES APPEAL, INC.


NOTARY PUBLIC

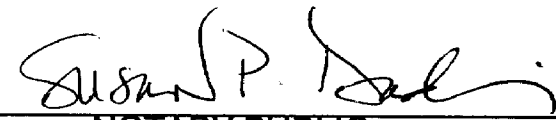
SUSAN P. DADIAN
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 12/4/2001

TRI-UNION INVESTMENT GROUP, INC.

By  SEAL
 LAWRENCE CHEN, Vice President

STATE OF NEW JERSEY)
 COUNTY OF MORRIS) ss.:

On this 21 day of October, 2000, before me personally came LAWRENCE CHEN, to me known, who, being duly sworn, did depose and say that he was duly directed and authorized by TRI-UNION INVESTMENT GROUP, INC. to sign and seal the foregoing instrument as Vice President of TRI-UNION INVESTMENT GROUP, INC.


 SUSAN P. DADIAN
 NOTARY PUBLIC
 Commission Expires 12/4/2001

SCHEDULE A

<u>COUNTRY</u>	<u>CLASS</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
USA	18	2,333,003	03/21/00
HONG KONG	18	1320/2000	01/20/00
HONG KONG	25	199/2000	01/05/00
JAPAN	18,25	4349958	01/14/00
KOREA	25	0469184	05/01/00
PRC	18	1422749	07/21/00
PRC	25	1381089	04/07/00
THAILAND	25	Kor107165	02/01/00

SCHEDULE B

<u>COUNTRY</u>	<u>CLASS</u>	<u>APPL'N. NO.</u>	<u>FILING DATE</u>
USA	25	75/587214	11/12/98
EURCOM	25	001012822	12/10/98
BRAZIL	25	821542273	04/08/99
MEXICO	25	369940	03/31/99
SO.AFRICA	25	099/05213	03/31/99

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