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Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Name DIRT CAMP, INC

Execution Date
Month Day Year
6-8-98

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other _____

Citizenship/State of Incorporation/Organization CT

Receiving Party

Mark if additional names of receiving parties attached

Name DAVID MLECZKO

DBA/AKA/TA _____

Composed of _____

Address (line 1) 75 WEST LANE

Address (line 2) _____

Address (line 3) RIDGEFIELD

City

CT

State/Country

06877

Zip Code

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other _____

Citizenship/State of Incorporation/Organization _____

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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Mail documents to be recorded with required cover sheet(s) information to:
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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)

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.

TONYA CHAPPLE

Tonya Chapple

3-28-01

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARK

WHEREAS, DIRT CAMP, INC. (hereinafter called "Assignor"), is the owner of the trademark "Dirt Camp" for use in connection with mountain biking camps and merchandise associated therewith (the "Trademark"); and

WHEREAS, Assignor has agreed to transfer the Trademark to DAVID MLECZKO (hereinafter the "Assignee") for valuation consideration.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

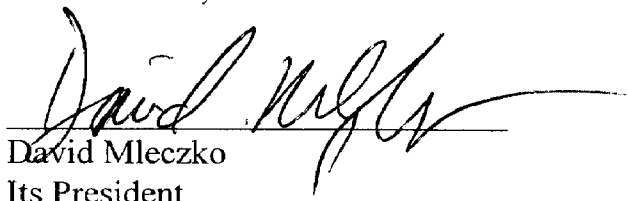
1. Assignor does hereby SELL, ASSIGN, TRANSFER and SET OVER unto Assignee TO HAVE AND TO HOLD FOREVER, all right, title and interest in and to the Trademark (all versions, including stylized and block text), together with the goodwill of the business symbolized thereby, and the right to sue and collect damages for past infringement thereof, and the registrations and applications to register the Trademark listed in Exhibit A hereto.

2. Assignor hereby agrees to execute, or cause to be executed, any and all further instruments, documents, agreements and affidavits which may be necessary or desirable to vest, perfect, maintain or defend the interest of Assignee, its successors and assigns, in and to the Trademark, and to cooperate fully with Assignee, at Assignee's expense, in the prosecution of any claims for past infringement of the Trademark, including but not limited to participating as a named plaintiff, if necessary.

3. This Assignment and the covenants and agreements herein contained shall inure to the benefit of Assignee and its successors and assigns, and shall be binding upon Assignor, and its successors and assigns.

IN WITNESS WHEREOF, Assignor has executed and delivered this Assignment as of the 8th day of June, 1998.

DIRT CAMP, INC.



David Mleczo
Its President

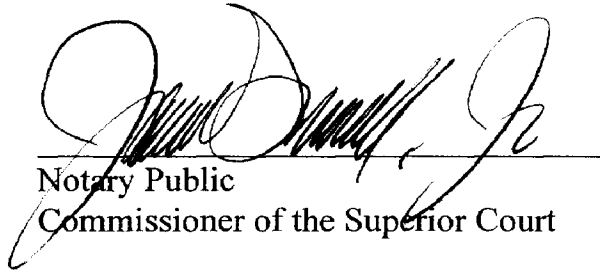
STATE OF CONNECTICUT)

)

ss.

COUNTY OF FAIRFIELD)

The foregoing instrument was acknowledged before me this 8th day of June, 1998 by David Mleczo of DIRT CAMP, INC., a Connecticut corporation on behalf of the corporation.



Notary Public
Commissioner of the Superior Court

Exhibit A

<u>Country</u>	<u>Mark Classes</u>	<u>Goods/Services</u>	<u>Ser. No. Filed</u>	<u>Reg. No. Dated</u>	<u>Renewal</u>	<u>Status</u>
Australia	DIRT CAMP & Design 41	Operating recreational camps	711757 07/01/96			Pending
European Community	DIRT CAMP & Design 39 41 42	39: organization of journeys, travel organization 41: organizing and operation of recreational events and camps 42: reservation of accommodation like hotelling	251249 05/06/96			Pending
Japan	DIRT CAMP & Design 41	Operating recreational camps	08071238 06/27/96			Pending
New Zealand	DIRT CAMP & Design 41	Entertainment, education and training services relating to sporting activities, services relating to the operation of sports and recreational camps	263966 06/26/96			Pending
United States	DIRT CAMP & Design 41	Sport camps for bicycling enthusiasts	75/035271 11/29/95	2015507 11/12/96	11/12/06	Registered

rkh/dirtcmp3.asi