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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings ⇨ ⇨ ⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

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| <p>1. Name of conveying party(ies):</p> <p>Belkin Productions, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State Ohio</p> <p><input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies)</p> <p>Name: Belkin Sports, Inc.</p> <p>Internal Address: _____</p> <p>Address: _____</p> <p>Street Address: 44 North Main Street</p> <p>City: Chagrin Falls State: Ohio Zip: 44022</p> <p><input type="checkbox"/> Individual(s) citizenship _____</p> <p><input type="checkbox"/> Association _____</p> <p><input type="checkbox"/> General Partnership _____</p> <p><input type="checkbox"/> Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation-State Ohio</p> <p><input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> |
| <p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: April 17, 2001</p> | |

| | |
|---|---|
| <p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> | <p>B. Trademark Registration No.(s)</p> <p>2,363,453</p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
|---|---|

| | |
|---|---|
| <p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Arthi K. Tirey</p> <p>Internal Address: Benesch, Friedlander, Coplan & Aronoff LLP</p> <p>2300 BP Tower</p> <p>Street Address: 200 Public Square</p> <p>TDIAZ1 00000020 2363453</p> <p>City: Cleveland State: Ohio Zip: 44114</p> | <p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$ 40.00</p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p>_____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p> |
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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.

Arthi K. Tirey Arthi K. Tirey April 27, 2001

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

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

ASSIGNMENT OF TRADEMARKS

WHEREAS, Belkin Productions, Inc., an Ohio corporation ("Assignor"), owns all right, title and interest in the trademarks listed on the attached Schedule A (the "Trademarks");

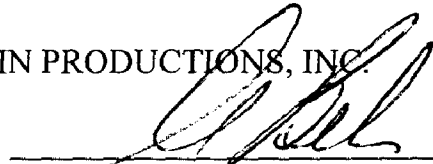
WHEREAS, Belkin Sports, Inc., an Ohio corporation ("Assignee"), is desirous of acquiring the Trademarks, and the goodwill associated therewith;

WHEREAS, Assignor desires to convey and assign the Trademarks to Assignee and Assignee desires to receive same;

NOW, THEREFORE, for the amount of \$10.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer unto Assignee Assignor's entire and undivided right, title and interest in and to the Trademarks, together with all the associated goodwill of its business symbolized thereby and all registrations of same, as well as all rights to injunctive relief, damages and profits, due or accrued, arising out of all causes of action, past, present, and future, including infringement of the Trademarks, or other violations, or injury to the said goodwill, and the right to sue for and recover the same in Assignee's own name and the names of Assignee's successors, assigns or other legal representatives.

IN WITNESS WHEREOF, this Assignment has been executed this 17th day of April, 2001.

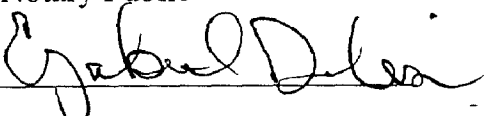
BELKIN PRODUCTIONS, INC.

By: 
Name: Myron Belkin
Title: Co-CEO, Co-Chairman

STATE OF Ohio)
COUNTY OF Cuyahoga) ss:

On this 17th day of April, 2001, before me appeared Myron Belkin the person who signed this instrument, who acknowledged that she/he signed it as a free act on behalf of Belkin Productions, Inc., with authority to do so.

SEAL

Notary Public

ELIZABETH DELIS
Notary Public, State of Ohio
My Commission Expires 6/10/03
(Recorded in Cuyahoga County)

932986-1

SCHEDULE A

1. Registered trademarks

| Mark | Registration No. | Serial No. | Registration Date |
|---------------|-------------------------|-------------------|--------------------------|
| BELKIN SPORTS | 2,363,453 | 75/831,984 | June 27, 2000 |

2. Common law trademarks

| Mark |
|---------------------------------|
| CLEVELAND HOME OF ROCK AND ROLL |