



06-26-2001

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

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

Form PTO-1594
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To the Honorable Commissioner of Patents and Trademarks and to the original documents or copy thereof.

1. Name of conveying party(ies):
Venture Banking Group 6-26.01

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

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

2. Name and address of receiving party(ies)
Name: **Perfect Line, LLC**
Internal
Address: _____

Street Address: **5624 West 73rd Street**
City: **Indianapolis** State: **CA** Zip: **46278**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other **LIMITED LIABILITY COMPANY**

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **June 11, 2001**

4. Application number(s) or registration number(s): **22**

A. Trademark Application No.(s)
**75/762,755, 75/762,750, 75/762,759,
75/762,758, 75/762,754, 75/543,385**

Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Veronica Ng, Esq.**
Internal Address: _____

Street Address: **633 West Fifth Street,**
Suite 4000
City: **Los Angeles** State: **CA** Zip: **90071**

6. Total number of applications and registrations involved: **22**

7. Total fee (37 CFR 3.41).....\$ **565.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

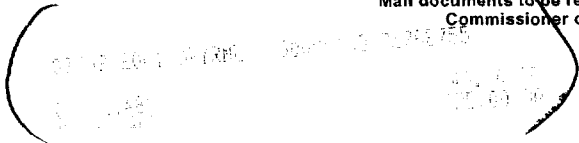
DO NOT USE THIS SPACE

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.

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **5**

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



TRADEMARK
REEL: 002323 FRAME: 0769

Continuation of Item 4

Trademark Application No.(s)

75/543,336

75/543,392

75/542,933

75/543,387

75/754,417

75/200,689

75/754,410

75/200,335

75/754,409

75/200,690

75/754,413

75/200,334

75/754,403

75/200,691

75/754,425

75/200,336

TRADEMARK ASSIGNMENT

WHEREAS, Venture Banking Group, a division of Cupertino National Bank, with an address at Three Palo Alto Square, Suite 150, Palo Alto, California 94306 (“Assignor”), is selling by foreclosure pursuant to California Commercial Code section 9504 as set forth in the certain Certificate of Sale of even date herewith (“Certificate of Sale”); all of Silicon Entertainment, Inc.’s right, title and interest in and to the trademarks, service marks and logos used in connection with the business of Silicon Entertainment, Inc., including without limitation, the trademarks set forth in Exhibit A hereto and all derivations, variations and combinations thereof, and all applications for registration (collectively, the “Marks”), together with the goodwill of the business associated therewith.

WHEREAS, Perfect Line, LLC, a Delaware limited liability company with an address at 5624 West 73rd Street, Indianapolis, Indiana 46278 (“Assignee”), has purchased through foreclosure sale substantially all of the assets of Assignor including all right, title and interest in and to the Marks, together with the goodwill of the business associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee, and Assignee’s successors and assigns, Silicon Entertainment, Inc.’s entire right, title and interest in and to the Marks, including, if any, all common law and statutory right, title and interest in the Marks, all rights of registration, maintenance, renewal and protection thereof, and all rights of recovery and of legal action for past infringements and of opposition and/or cancellation proceedings for protection of the Marks together with the goodwill of the business associated therewith. Assignor hereby authorizes Assignee, its successors and assigns to the extent of Silicon Entertainment, Inc.’s transferred rights and as permitted by applicable law, to file its own name applications for trademark and/or service mark registration in the United States and in foreign countries in connection with the Marks, and to secure in its own name the registrations granted thereon. Assignor hereby agrees that upon reasonable request and to the extent it is permitted to do so as a foreclosing secured creditor, it will sign all necessary papers, and make all rightful oaths, and do all acts which Assignee, or its successors or assigns may reasonably consider necessary in connection with the Marks and the assignment herein to Assignee.

IN WITNESS WHEREOF, Assignor has duly executed this Assignment on this 11th day of June, 2001.

Venture Banking Group, a division of Cupertino National Bank.

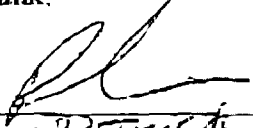
By: 
Name: Patrick Pierce
Title: Senior Vice President

Exhibit A

Country: United States

<u>Mark</u>	<u>App. #</u>
RACING SO REAL YOU CAN FEEL IT	75/762755
RACING SO REAL YOU CAN FEEL IT	75/762750
RACING SO REAL YOU CAN FEEL IT	75/762759
RACING SO REAL YOU CAN FEEL IT	75/762758
RACING SO REAL YOU CAN FEEL IT	75/762754
SILICON ENTERTAINMENT, INC.	75/543385
SILICON ENTERTAINMENT, INC.	75/543336
SILICON ENTERTAINMENT, INC.	75/543392
SILICON ENTERTAINMENT, INC.	75/542933
SILICON ENTERTAINMENT, INC.	75/543387
SILICON MOTOR SPEEDWAY	75/754417
SILICON MOTOR SPEEDWAY	75/200689
SILICON MOTOR SPEEDWAY	75/754410
SILICON MOTOR SPEEDWAY	75/200335
SILICON MOTOR SPEEDWAY	75/754409
SILICON MOTOR SPEEDWAY	75/200690
SILICON MOTOR SPEEDWAY	75/754413
SILICON MOTOR SPEEDWAY	75/200334
SILICON MOTOR SPEEDWAY	75/754403
SILICON MOTOR SPEEDWAY	75/200691
SILICON MOTOR SPEEDWAY	75/754425
SILICON MOTOR SPEEDWAY	75/200336