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101790317

original documents or copy thereof.

1. Name of conveying party(ies):

Ferrell Reed LTD.

7-19-01

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

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

2. Name and address of receiving party(ies):

Name: Firststar Bank, N.A.

Internal Address:

Street Address: 8820 Ladue

City: St. Louis State: MO ZIP: 63124

- Individual(s) citizenship
- Association - national
- General Partnership
- Limited Partnership
- Corporation-State
- 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

3. Nature of conveyance:

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

Execution Date:

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,334,579

Additional numbers attached? Yes No

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

Name: Harvey S. Hertz

Internal Address:

Street Address: 9777 Wilshire Blvd., #805

City: Beverly Hills State: CA ZIP: 90212

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):..... \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

07/26/2001 ANNED1 00000146 2334579

01 FC:481

40.00 DP

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.

Harvey S. Hertz

Name of Person Signing

Signature

7-16-01

Date

Total number of pages comprising cover sheet: 1

ASSIGNMENT

FERRELL REED, LTD., a corporation, duly organized and existing under the laws of the State of Colorado, with offices at 701 16th St. San Diego 92101, has adopted, used and is using the following mark which is registered in the United States Patent and Trademark Office:

<u>Mark</u>	<u>Registration No.</u>	<u>Dated</u>
FERRELL REED	2,334,579	March 28, 2000

FIRSTAR BANK, N.A. is a National Banking association, duly organized and existing under the laws of Missouri, with offices at St. Louis, MO.

For good and valuable consideration, the receipt of which is hereby acknowledged, by these presents FERRELL REED, LTD. does hereby sell, assign, and transfer unto FIRSTAR BANK, N.A. the entire right, title and interest in and to the trademark FERRELL REED, and the United States registration thereof, Registration No. 2,334,579, dated March 28, 2000, together with the good will of the business connected with the use of and symbolized by said mark.

FERRELL REED, LTD.

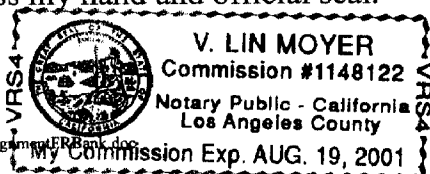
Ferrell Reed

Name: Ferrell Reed
Title: President

State of CALIFORNIA)
) ss.
County of SAN DIEGO)

On 6-4-01, before me, personally appeared Ferrell Reed, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature executed this instrument.

Witness my hand and official seal.



V. Lin Moyer

TRADEMARK

RECORDED: 07/19/2001

REEL: 002334 FRAME: 0746