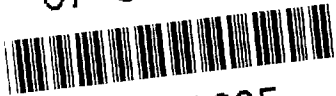


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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
QUINMAX INC., a California corporation

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: J.Y. RAYS, INC.
Internal Address:
Street Address: 13111 Spring Street
City: Baldwin Hills State: CA Zip: 91706

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State CALIFORNIA
 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 Merger
 Security Agreement Change of Name
 Other

Execution Date: 5/31/2001

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

A. Trademark Application No.(s)
75/514,340
75/601,260
75/511,937

B. Trademark Registration No.(s) 2,423,917
2,436,240 1,670,843
2,302,354

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: LINDA MONROE
Internal Address:
LIMELLER 0000107639

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41) \$ 280.00
 Enclosed
 Authorized to be charged to deposit account

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

Refund Paid 07/27/2001

CHECK Refund Total: \$90.00

Street Address: HARRIS & MONROE
11500 W. Olympic Blvd, #425

City: Los Angeles State: CA Zip: 90064

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.

LINDA MONROE
Name of Person Signing

Linda Monroe
Signature

July 20, 2001
Date

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

07/27/2001 LIMELLER 0000151 75514340

01 FC:481
02 FC:482

40.00
150.00

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

TRADEMARK REEL: 2335 FRAME: 0613


ASSIGNMENT

WHEREAS: **Quinmax, Inc.**, a California corporation, with its principal place of business at 13111 Spring Street, Baldwin Park, California 91706, is the the owner of the marks on the attached Schedule "A", which are registered in the United States Patent and Trademark Office; and

WHEREAS: **J Y Rays, Inc.**, a California corporation, with its principal place of business at 13111 Spring Street, Baldwin Park, California 91706, is desirous of acquiring said marks and the registrations thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Quinmax, Inc. does hereby assign unto the said J Y Rays, Inc., all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the registrations thereof identified on the attached schedule.

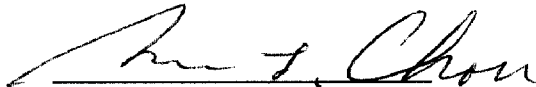
Quinmax, Inc., a California corporation

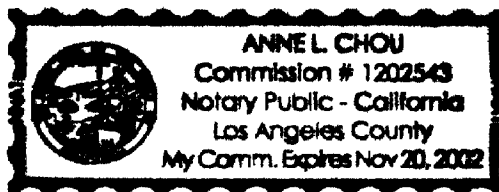
By: 
Jean Yang, President

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES) SS.

On ~~April~~ ^{5/31/2001} ~~2001~~, personally appeared before me, ANNE L. CHOU a notary public, Jean Yang, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity(ies) upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.





Im:Quinmax^JYRays.asn:23Apr01

Assignor: Quinmax, Inc.
Assignee: J Y Rays, Inc.
Date: May 31, 2001

SCHEDULE "A"

List of Trademarks being Assigned

<u>Mark</u>	<u>Application or Registration Number</u>
Sports Attitude	2,423,917
Sports Attitude	2,436,240
Beach Rays	2,302,354
Quadrant	1,670,843
Sports Attitude	75/514,340 75/601,260
Softnyl	75/511,937