

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
ASSIGNMENT OF APPLICATIONS
BASED ON INTENT TO USE

WHEREAS, Wittnauer International Inc., a Delaware corporation, with a place of business at 145 Huguenot Street, New Rochelle, New York 10802, ("Assignor"), has a bona fide intent to use the mark HAVE A GOOD TIME! (the "Mark") in connection with goods in International Class 14.

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on Assignors' bona fide intent to use the Mark in commerce in connection with the above-described goods as follows:

APPLICATION NO.	FILED	MARK
75/565,107	10/05/1998	HAVE A GOOD TIME

WHEREAS, Westfield Licensing Company, a Nevada corporation, with a principal place of business at 148 Augusta Street, Henderson, Nevada 89014, ("Assignee"), desires to acquire the business of Assignor in connection with which Assignor has a bona fide intent to use the Mark and the above- described application;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers the Mark and the above-referenced Application therefor, together with that portion of Assignor's business in connection with which it has a bona fide intent to use the Mark, and all of Assignor's rights therein, to Assignee.

WITTAUER INTERNATIONAL INC.

By: Robert Coleman
Name: Robert Coleman
Title: Chairman of the Board

Dated: September 5, 2001