

12-05-2001

Commissioner of Patents &

Washington, D.C. 20231

FORM PTO-1618A

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U.S. DEPARTMENT OF COMMERCE

(Rev. 6-99)

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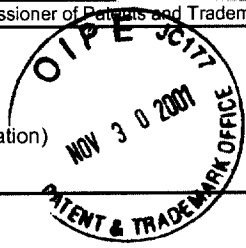
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Patent and Trademark Office

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

1. Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____



2. Name of Conveying Party(ies):

QUEST, INC. 11-3001
1910 EIGHTH AVENUE NORTHEAST
ABERDEEN, SOUTH DAKOTA 57402

3. Name and Address of Receiving Party(ies):

Name: **QUEST PRODUCTIONS, L.L.C.**
 Street Address: **1910 EIGHTH AVENUE NORTHEAST**
 City: **ABERDEEN**
 State: **SOUTH DAKOTA** Zip: **57402**

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State **SOUTH DAKOTA**
- Other: _____

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

Additional Name(s) of conveying attached? Yes No

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

4. Nature of conveyance:

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

Execution Date: **AUGUST 17, 2000**

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

A. Trademark Applicant No.(s)
1,980,367; 2,410,707

B. Trademark Registration No.(s)
75/888,314

Additional Sheet attached? Yes No

6 Name and address of party to whom correspondence concerning this matter should be mailed:

CUSTOMER NUMBER 00136
JACOBSON HOLMAN PLLC
 400 7th Street, N.W.
 Washington, DC 20004
 Tel. 202-638-6666

Attorney Docket No. **T-13220**

7. Number of applications and registrations involved: **3**

8. Total fee (37 CFR 3.41)..... \$ **90.00**
 Enclosed
 Any deficiencies in enclosed fees are authorized to be charged to account **06-1358**

12/04/2001 TPIAZ1 00000051 1980367

01 FC:481
02 FC:482

40.00 DP
50.00 DP

DO NOT USE THIS SPACE

10. 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.

MARSHA G. GENTNER

Name of Person Signing

Marsha G. Gentner / law
Signature

NOVEMBER 30, 2001

Date

Total number of pages excluding cover sheet: **8**

TRADEMARK/SERVICE MARK ASSIGNMENT

WHEREAS, Quest, Inc., a South Dakota corporation, located at 1910 Eighth Avenue, Northeast, Aberdeen, South Dakota 57402 (hereinafter "Assignor"), adopted, used and is using the trademarks and service marks identified on Schedules A and B, attached hereto for the goods and services set forth therein, and is the owner of the United States and foreign trademark and service mark registrations and applications, therefor (hereinafter, collectively "Assigned Marks"); and

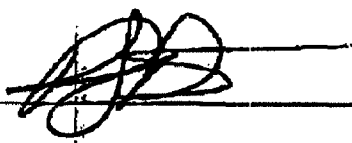
WHEREAS, Quest Productions, L.L.C., a South Dakota limited liability company, having an address at 1910 Eighth Avenue Northeast, Aberdeen, South Dakota 57402 (hereinafter "Assignee"), desires to acquire all right, title and interest in and to the aforementioned Assigned Marks, together with the goodwill of the business symbolized by such Assigned Marks; and

WHEREAS, it is desired that the assignment of such Assigned Marks be made of record in the United States Patent and Trademark Office, as well as in the respective governmental agencies in the countries identified in Schedule B.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys unto Assignee all right, title and interest in and to said Assigned Marks, together with the goodwill of the business symbolized by said Assigned Marks, the United States and foreign trademark and service mark registrations and applications therefor, the same to be held and enjoyed by the Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal

representatives, as fully and entirely as the same would have been held and enjoyed by the Assignor if this Assignment and sale had not been made; together with all claims for damages by reason of past infringement of the Assigned Marks, with the right to sue for, and collect the same for their own use and behalf, and for the use and behalf of their successors, assigns or other legal representatives.

By: _____




Printed Name: Ronald J. Rivett

Title: President -- Quest, Inc.

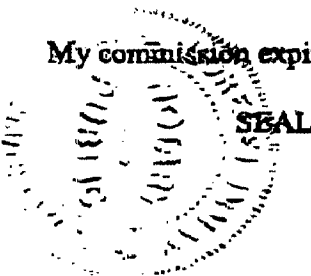
State of South Dakota)

County of Brown)

On this 17th day of August, 2000, before me, a Notary Public in and for said State and County aforesaid, personally appeared Ronald J. Rivett to me personally known and known to me to be the above-named person, who signed the foregoing document.


Notary Public

My commission expires: 9/7/03



Schedule A

MARK	REG'N/APPL'N. NO.	ISSUED/FILED	STATUS	GOODS/SERVICES
QUEST & Design	1,980,367	06/18/96	Registered	production of videotapes, television shows, radio entertainment and motion picture films; entertainment services, namely arranging and conducting on-ship board parties, exhibitions, expeditions, and social and sports events, in Class 41
Q & Design	74674,782	05/12/95	Pending	pre-recorded CD-ROMs, videotapes, and cinematographic films featuring science, travel, sports, nature and entertainment; diving equipment, namely, diving gloves, diving helmets, diving suits, air tanks for use in scuba diving, safety equipment, namely, motorized and non-motorized beacons lights for diving; buoyancy compensators, regulators, underwater compass; field binoculars; sunglasses; in Class 9; magazines and books featuring science, travel, nature and water sports; photographs; pens; pencils; stationery; trading cards, in Class 16; lunch boxes, in Class 21; wet suits; clothing, namely jackets, shirts, and t-shirts; baseball caps, in Class 25; toys, namely, toy vehicles, wind-up toys and plush toys; video game cartridges; computer game equipment containing memory devices, namely discs, for interactive games; diving equipment, namely scuba diving masks, skin diving masks, snorkels, fins, and weight belts, in

Schedule A (cont.)

				<p>Class 28; arranging and conducting expeditions for members on a cruise to various ports of call for scientific, sporting, nature, ecology, water sports and sightseeing purposes, in Class 39; production of videotapes, television shows, radio entertainment and motion picture films; entertainment services, namely arranging and conducting on-ship board parties, exhibitions, expeditions, and social and sports events, in Class 41; providing access to an electronic bulletin board in the field of science, nature, travel, and water sports; providing access to an interactive computer database in the field of science, travel, nature, water sports and entertainment; providing multiple-user access to a global computer information network for the transfer and dissemination of a wide range of information, in Class 42</p>
<p>QUEST ALASKA LODGES</p>	<p>75/888,315</p>	<p>01/06/00</p>	<p>Pending</p>	<p>arranging and conducting fishing expeditions, in Class 39; hotel and lodging services, in Class 42</p>
<p>QUEST INN</p>	<p>75/888,314</p>	<p>01/06/00</p>	<p>Pending</p>	<p>hotel services, in Class 42</p>

Schedule B

MARK	COUNTRY	REG'N. NO.	ISSUED	SERVICES
QUEST & Design	Australia	650167	01/02/97	entertainment services, being the production of recorded video tapes, television shows, radio entertainment and motion picture films, in Class 41
Q & Design	Australia	665792	11/11/96	production of films, television programs and video tapes, in Class 41
QUEST & Design	Austria	157856	05/26/95	organize recreational travel, cruises and parties on ships, in Class 41; production of television programs, movies, television plays, organizing sporting and cultural events, in Class 41
QUEST & Design	Belgium	568168	03/01/96	telecommunications, in Class 38; education; providing of training; entertainment; sporting & cultural activities; in Class 41
QUEST & Design	Canada	TMAA483386	09/20/97	recreation, entertainment, communication services, namely, production of audio videotapes, cassettes and discs, television shows, radio entertainment and motion picture films and arranging and conducting on-ship board parties, exhibitions and social and sports events; pleasure cruises and expeditions
Q & Design	Canada	TMAA468053	12/30/96	CD-ROM, video and cinematographic films; wetsuits and diving equipment, namely buoyancy compensators, regulators, fins, snorkels, diving masks, motorized and non-motorized diving lights; field glasses, binoculars, sunglasses, jewelry; magazines, books

Schedule B (cont.)

					photographs, pens, pencils, stationery, namely note paper for correspondence; tote bags, lunch boxes; clothing, namely shirts, hats, baseball caps, wetsuits, and jackets; toys, namely, action figures and boats, interactive video games, trading cards. Services: providing access to online computer databases; production of videotapes, television shows, radio entertainment and motion picture films; entertainment services, namely arranging and conducting on-ship board parties, exhibitions, expeditions, and social and sports events
QUEST & Design	Denmark	VN-02-343-1995	04/02/95	arranging pleasure cruises and expeditions, in Class 36; production of television programs, motion pictures, television series and videotapes, arranging ship-board parties, arranging social and sports events, in Class 41	
QUEST & Design	European Union	295196	11/26/98	recreation, entertainment, communication services, in Class 38	
QUEST & Design	Finland	142371	02/05/96	recreation and entertainment services, in Class 41; communication services, in Class 38	
QUEST & Design	France	95/552839	01/10/95	communication services, in Class 38	
QUEST & Design	Germany	39502385	02/07/96	production of videotapes, television shows, radio entertainment and motion picture films; entertainment services, viz., arranging and conducting on-ship board parties, exhibitions, expeditions, and social and sports events	
QUEST & Design	Greece	122763	10/17/97	recreation, entertainment and communication services, in Class 38	

Schedule B (cont.)

QUEST & Design	Ireland	209787	07/01/96	recreation services; entertainment services namely organising and running of exhibitions, expeditions, sports and social events; production and distribution of films, television shows and videos; radio and television programmes
QUEST & Design	Italy	736486	12/15/97	recreation, entertainment and communication services, in Class 38
QUEST & Design	Japan	4026283	07/11/97	cellular telephone communication; communication by computer terminals, telephone, telegram, telex and facsimile; television, cable television and radio broadcasting; radio/telephone paging services; news services for communication media; rental/leasing of communication equipment (including telephones/facsimile machines), in Class 38
QUEST & Design	Mexico	468179	07/29/94	recreation, entertainment, communication services, in Class 41
QUEST & Design	New Zealand	244861	08/14/97	production of television programs, film and motion pictures, television series, audio and videotapes, and multimedia; education and entertainment services provided through television programs, film and motion pictures, television series, audio and videotapes, and multimedia; arranging ship-board parties and the provision of other entertainment for pleasure cruises and expeditions; arranging social and sports events
QUEST & Design	Portugal	306744	01/10/96	communication services, in Class 38
QUEST & Design	Portugal	306745	01/10/96	recreation and entertainment services, in Class 41

Schedule B (cont.)

QUEST & Design	Spain	1943983	09/04/95	telecommunication services, in Class 38
QUEST & Design	Spain	1943984	09/04/95	services relating to radio and television production; production of videotapes, in Class 41
QUEST & Design	Sweden	332794	09/03/99	services in Classes 38, 41
QUEST & Design	Switzerland	424719	07/05/96	communication services, in Class 38; recreation and entertainment services; in Class 41
QUEST & Design	United Kingdom	2007327	02/28/97	communications services being broadcasting, in Class 38; organizing and running of exhibitions, expeditions, sports and social events; events, production and distribution of films and television programs, in Class 41

MARK	COUNTRY	APPL'N. NO.	FILED	SERVICES
QUEST & Design	Japan	5630/1995	01/24/95	production of television and radio programs, motion pictures, television series and videotapes; arranging pleasure cruises and expeditions, shipboard parties, social and sports events, in Class 41
QUEST & Design	Norway	950159	01/10/95	