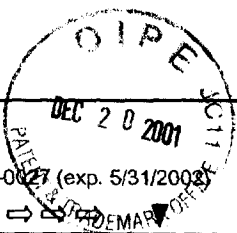


FD

12-28-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

REC T



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

Tab settings

101927289

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

1. Name of conveying party(ies):

MUDBATH PRODUCTIONS, INC.

12-20-01

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: November 30, 2001

2. Name and address of receiving party(ies)

Name: SATELLITE SISTERS, L.L.C.

Internal

Address:

Street Address: ONE CENTRE STREET

City: NEW YORK State: NY Zip: 10007

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Limited Liability Corp-Delaware

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,455,976

Additional number(s) attached Yes No

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

Name: Nancy J. Moriarty, Esq.

Internal Address:

CHERNOFF, VILHAUER, McCLUNG & STENZEL LLP

Street Address: 1600 ODS TOWER

601 SW Second Avenue

City: Portland State: OR Zip: 97204

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:

03-1550

(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.

Nancy J. Moriarty

Name of Person Signing

Signature

Signature

Dec 4, 2001

Date

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

2

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

12/27/2001 6TON11 00000131 2455976

01 FC:481

40.00 OP

TRADEMARK REEL: 002413 FRAME: 0739

TRADEMARK ASSIGNMENT

WHEREAS, MUDBATH PRODUCTIONS, INC. ("Mudbath"), an Oregon corporation residing at 7140 SW Macadam Avenue, Portland, Oregon 97219, is the owner of the trademark SATELLITE SISTERS and Design, and also owns United States Trademark Registration No. 2,455,976 for said mark.

WHEREAS, SATELLITE SISTERS, L.L.C. (Satellite Sisters"), a Delaware limited liability company residing at One Centre Street, New York, NY 10007, is desirous of acquiring said trademark and registration.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10) and other good and valuable consideration, the receipt of which is hereby acknowledged, Mudbath hereby assigns to Satellite Sisters all right, title and interest in and to the trademark and registration referenced herein, together with the goodwill of the business symbolized by said trademark.

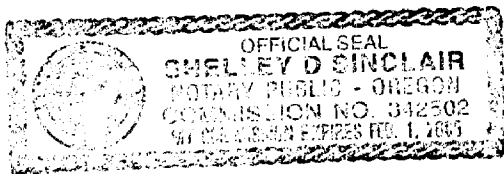
EXECUTED in Portland, Oregon this 30~~th~~ day of November 2001.

MUDBATH PRODUCTIONS, INC.

By: Rosemary St. Clair
Rosemary St. Clair
President

STATE OF OREGON)
) SS.
County of Multnomah)

This instrument was acknowledged before me on November 30 2001 by Rosemary St. Clair as President of Mudbath Productions, Inc.



Shelley D. Sinclair
Notary Public for Oregon
My Commission expires: Feb 05

Q:\johnd\MUDBATH\Assignment3.wpd