

1.22.02



TO THE ASSISTANT COMMISSIONER OF PATE

101953731

hed original documents or copy thereof.

1. Name of conveying party(ies): (If multiple assignors, list numerically)

WHETSTONE GROUP INTERNATIONAL, INC.

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State California
- Other:

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

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

Name: KNOBBE, MARTENS, OLSON & BEAR, LLP
Internal Address: Sixteenth Floor
Street Address: 620 Newport Center Drive
City: Newport Beach State: Ca ZIP: 92660

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: () Yes (X) No

(Designations must be a separate document from Assignment)
Additional name(s) and address(es) attached?
() Yes (X) No

3. Nature of conveyance:

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

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) **September 12, 2001**

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

- a. Trademark Registration No(s):
- 2,246,391
 - 2,368,976
 - 2,350,428
 - 2,414,246

Additional numbers attached? () Yes (X) No

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

Name: Jerry T. Sewell
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995
Internal Address: Sixteenth Floor
Street Address: 620 Newport Center Drive
City: Newport Beach State: CA ZIP: 92660
Attorney's Docket No.: WHETST.UCC1

7. Total fee (37 CFR 1.21(h)): \$115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved: 4

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.

Jerry T. Sewell
Name of Person Signing

Jerry T. Sewell
Signature

JANUARY 18, 2002
Date

Total number of pages including cover sheet, attachments and document: 4

Mail documents to be recorded with required cover sheet information to:

U.S. Patent and Trademark Office
Attn: Assignment Division
Crystal Gateway-4
1213 Jefferson Davis Highway, Suite 320
Arlington, VA 22202

01/23/2002 DBYRNE 00000010 2246391

01 FC:481
02 FC:482

40.00 DP
75.00 DP

Trademark Status Report

Exhibit "A"

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
WHE1ST.003T	SWEET JOE BROWN'S	16,21,25,	US	ABANDONED	75/162887	9/9/96			
WHE1ST.004T	LEAK SPRAY DISPLAY	11	US	OB					
WHE1ST.007T	PREMIUM DINOSAUR MEAT	29	US	ABANDONED	75/153862	8/21/96	2246391	5/18/99	5/18/09
WHE1ST.008T	SLAM SHUT	11	US	REGISTERED	75/153824	8/21/96			
WHE1ST.009T	LEAK FLAG	11	US	Registered	75/153858	8/21/96	2368976	7/18/00	7/18/10
WHE1ST.010T	PREMIUM DINOSAUR BONES	30	US	OB					
WHE1ST.011T	WHE1STONE	35,42	US	Abandoned	75/162485	9/9/96			

Friday, July 06, 2001

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
WHEST.012T	PRODUCTS THAT WORK	42	US	REGISTERED	75/162484	9/9/96	2350428	5/16/00	5/16/10
WHEST.013T	WHETSTONE GROUP AND DESIGN	42	US	Registered	75/162583	9/9/96	2414246	12/19/00	12/19/10
WHEST.017T	JACK IN A BOX	8	US	OB					
WHEST.018T	DISPENSERS	42	US	OB					
WHEST.022T	PHEMCHECK	10	US	OB					

5

0126060162



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)
Cristina Diaz 949-863-5781

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

**Knobbe, Martens, Olson & Bear, LLP
 Attn: Cristina Diaz
 620 Newport Center Drive, 16th Floor
 Newport Beach, Ca 92660**

**FILED
 SACRAMENTO, CA
 SEP 12, 2001 AT 1700
 BILL JONES
 SECRETARY OF STATE**

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME
Whetstone Group International, Inc.

OR
 1b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

1c. MAILING ADDRESS
9751 Canyon Country Lane

CITY Escondito	STATE CA	POSTAL CODE 92026	COUNTRY US
--------------------------	--------------------	-----------------------------	----------------------

1d. TAX ID #: SSN OR EIN

ADD'L INFO RE ORGANIZATION DEBTOR

1e. TYPE OF ORGANIZATION

1f. JURISDICTION OF ORGANIZATION
CA

1g. ORGANIZATIONAL ID #, if any NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR
 2b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

2c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY

2d. TAX ID #: SSN OR EIN

ADD'L INFO RE ORGANIZATION DEBTOR

2e. TYPE OF ORGANIZATION

2f. JURISDICTION OF ORGANIZATION

2g. ORGANIZATIONAL ID #, if any NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
Knobbe, Martens, Olson & Bear, LLP

OR
 3b. INDIVIDUAL'S LAST NAME

FIRST NAME	MIDDLE NAME	SUFFIX

3c. MAILING ADDRESS
620 Newport Center Drive, 16th Floor Newport Beach

CITY	STATE CA	POSTAL CODE 92660	COUNTRY US
------	--------------------	-----------------------------	----------------------

4. This FINANCING STATEMENT covers the following collateral:

SEE ATTACHED EXHIBIT "A"

5. ALTERNATIVE DESIGNATION (if applicable)	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. <input type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)		All Debtors		Debtor 1	Debtor 2
8. OPTIONAL FILER REFERENCE DATA						

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT (FORM UCC1) (REV. 07/29/98)

ACKNOWLEDGMENT

COPY

RECORDED: 01/22/2002

TRADEMARK
REEL: 002427 FRAME: 0741