

01-18-2002

01-28-2002

U.S. Patent & TMO/TM Mail Rpt Dt. #58

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

RECORD. TRADEMARKS ONLY

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

1. Name of conveying party(ies):  
Advanced Technology Systems, Inc.

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State of Indiana  
 Other 1.18.02

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

2. Name and address of receiving party(ies)  
Name: Australian Gold, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 6270 Corporate Drive  
City: Indianapolis State: Indiana Zip: 46278  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State of Indiana  
 Other \_\_\_\_\_

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: January 14, 2002

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) 76/222,128  
B. Trademark Registration No.(s) \_\_\_\_\_

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: James M. Durlacher  
Internal Address: \_\_\_\_\_  
Woodard, Emhardt, Naughton, Moriarty & McNett  
Street Address: Bank One Center/Tower  
111 Monument Circle, Suite 3700  
City: Indianapolis State: IN Zip: 46204

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:  
23-3030  
(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.*

James M. Durlacher, Reg. No. 28,840      James m. Durlacher      January 15, 2002  
Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 2

01/28/2002 DBYRNE 00000026 76222128  
01 FC:481 40.00 DP

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

ASSIGNMENT OF TRADEMARK

This Assignment of Trademark is made and effective as of this 14 day of January 2002, by and between Advanced Technology Systems, Inc., an Indiana corporation, having a principal place of business at 6270 Corporate Drive, Indianapolis, IN 46278 ("ATS") and Australian Gold, Inc., an Indiana corporation, having a principal place of business at 6270 Corporate Drive, Indianapolis, IN 46278 ("AGI").

WHEREAS:

- (A) ATS is the owner and applicant of United States trademark application Serial No. 76/222,128, filed March 9, 2001, for the mark, CHOCOLATE INDULGENCE; (the "Trademark"); and
(B) ATS has agreed with AGI to transfer of all right, title and interest in and to the Trademark to AGI together with the goodwill of the business in the goods in respect of the Trademark.

NOW, THEREFORE,

In consideration of the sum of one dollar (\$1.00) and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by AGI, ATS hereby sells, conveys, assigns, transfers and delivers to AGI, its successors and assigns, all of the right, title and interest ATS has in, to and under the Trademark, including all of the common law rights and all of the goodwill of the business associated therewith, and all applications thereon and arising therefrom, United States and foreign, including all extensions, renewals and abandoned applications thereof and all registrations issued and obtained therefor and thereon, United States and foreign, and further including all rights to sue for and to recover injunctive and other relief for future infringements thereof and to otherwise stand in the place of ATS in all matters related thereto. ATS further covenants that AGI will, upon request, be provided promptly with all pertinent facts and documents relating to the Trademark as may be known and accessible to ATS and that ATS will reasonably, upon request, promptly execute and deliver to AGI or its legal representatives any and all papers, instruments, or affidavits required to carry out and record this transfer and assignment of the Trademark to AGI.

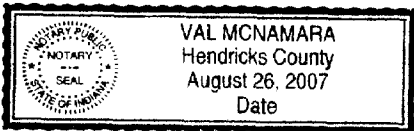
IN WITNESS WHEREOF, the parties hereto have caused this Assignment of Trademark to be executed and effective as of the day and year written above.

ADVANCED TECHNOLOGY SYSTEMS, INC.

By Leslie A. Hartlieb, Vice President of Marketing

STATE OF INDIANA )
) SS:
COUNTY OF MARION )

Appeared before me this 14 day of January, 2002, Leslie Hartlieb, Vice President of Marketing for Advanced Technology Systems, Inc., who executed the foregoing assignment in my presence and who affirmed to me her authority to execute such assignment.



Val McNamara
Notary Public