

01-31-2002



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Form PTO-1594

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OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

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

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

1. Name of conveying party(ies): 1-9-02

Ringling Bros.-Barnum & Bailey
Combined Shows, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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: _____

2. Name and address of receiving party(ies)

Name: Siegfried Fischbacher and
Internal

Address: Roy Uwe Ludwig Horn

Street Address: 1639 North Valley

City: Las Vegas State: NV Zip: 89108

Individual(s) citizenship United States

Association

General Partnership

Limited Partnership

Corporation-State

Other

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)

SEE ATTACHMENT

Additional number(s) attached Yes No

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

Name: Ringling Bros. & Barnum & Bailey

Internal Address: _____

ATTN: Julie Alexa Strauss

Street Address: 8607 Westwood Center Dr.

City: vienna State: VA Zip: 22182

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41).....\$ 340.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(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.

Julie Alexa Strauss

Name of Person Signing

Julie Alexa Strauss
Signature

1/8/2002
Date

Total number of pages including cover sheet, attachments, and document: 5

01/30/2002 DBYRNE 00000121 1312828

01 FC:481
02 FC:482

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

TRADEMARK
REEL: 002434 FRAME: 0413

ATTACHMENT TO COVER SHEET

Ringling Bros.-Barnum & Bailey Combined Shows, Inc.

SIEGFRIED & ROY Registration No. 1,312,828; 1,517,952; 1,948,109;

1,343,395; and, 1,346,438;

SARMOTI Registration No. 2,033,131; 1,993,282; and, 2,122,484;

ROYAL WHITE TIGERS Registration No. 1,993,706 and 2,219,123;

MASTERS OF THE IMPOSSIBLE Registration No. 2,102,357 and 2,136,322;

BEYOND BELIEF Registration No. 1,209, 305;

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re: Registration Nos. 1,312,828; 1,517,952; 1,948,109; 1,343,395; and, 1,346,438 for the mark SIEGFRIED & ROY;

Registration Nos. 2,033,131; 1,993,282; and, 2,122,484 for the mark SARMOTI;

Registration Nos. 1,993,706 and 2,219,123 for the mark ROYAL WHITE TIGERS;

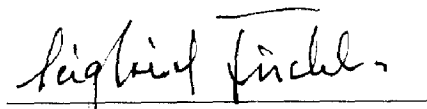
Registration Nos. 2,102,357 and 2,136,322 for the mark MASTERS OF THE IMPOSSIBLE;

and Registration No. 1,290,305 for the mark BEYOND BELIEF

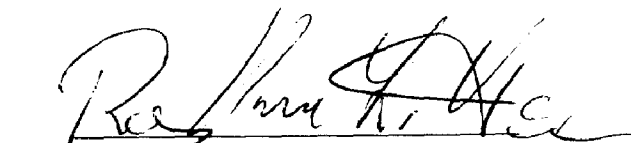
POWER OF ATTORNEY

Siegfried Fischbacher and Roy Uwe Ludwig Horn, two individuals with United States citizenship, whose address is 1639 North Valley, Las Vegas, Nevada 89108, hereby appoint RICHARD R. ROSS, MICHAEL S. HOBEL, FRANCIE R. GOROWITZ, JONATHAN D. WEST, MARK J. WETZSTEIN, and PETER J. MCPARTLIN, members of the Bar of the State of California, of O'Melveny & Myers LLP, 1999 Avenue of the Stars, 7th Floor, Los Angeles, California 90067-6035, (Telephone No. (310) 553-6700), as attorneys herein, with full power of substitution and revocation, to transact all business in the Patent and Trademark Office in connection with the U.S. Trademarks and Service Mark Registrations set forth above, and to receive all communications pertaining hereto

Date: Nov. 27, 2001


Siegfried Fischbacher

Date: Nov. 27, 2001


Roy Uwe Ludwig Horn

ASSIGNMENT OF TRADEMARK

WHEREAS, Ringling Bros.- Barnum & Bailey Combined Shows, Inc., a Delaware corporation, located and doing business at 8607 Westwood Center Drive, Vienna, VA 22182, (hereinafter referred to as "ASSIGNOR"), is the owner of the trademarks and the record owner for the following U.S. trademark and service mark registrations:

SIEGFRIED & ROY Registration No. 1,312,828; 1,517,952; 1,948,109; 1,343,395; and, 1,346,438;

SARMOTI Registration No. 2,033,131; 1,993,282; and, 2,122,484;

ROYAL WHITE TIGERS Registration No. 1,993,706 and 2,219,123;

MASTERS OF THE IMPOSSIBLE Registration No. 2,102,357 and 2,136,322;

BEYOND BELIEF Registration No. 1,290,305;

(hereinafter referred to as the "TRADEMARKS") and

WHEREAS, Siegfried Fischbacher & Roy Uwe Ludwig Horn, two individuals with United States citizenship, residing at 1639 North Valley, Las Vegas, Nevada 89108 (hereinafter referred to as "ASSIGNEES"), are desirous of acquiring all of the rights, title and interest of ASSIGNOR in, to and under the TRADEMARKS, together with the goodwill of the business associated with the TRADEMARKS;

NOW, THEREFORE, in consideration of good and valuable consideration from ASSIGNEES to ASSIGNOR, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR confirms the transfer and hereby transfers and assigns to ASSIGNEES, the entire right, title and interest in and to the TRADEMARKS, together with the goodwill of the business associated with the TRADEMARKS and all trademark registrations therefor; and

ASSIGNOR does also hereby sell, assign, transfer and set over unto ASSIGNEES, their successors, legal representatives, and assigns, all claims for damages by reason of past

infringement of the TRADEMARKS, the right to sue for and collect the same for their own use and enjoyment and for the use and enjoyment of their successors, assigns or other legal representatives; and

ASSIGNOR, further authorizes the Commissioner of Patents and Trademarks of the United States, and any official of any country foreign to the United States, whose duty it is to record trademark registrations, applications and title thereto, to record the TRADEMARKS and title thereto as the property of the ASSIGNEES, its successors, legal representatives and assigns in accordance with the terms of this instrument; and

ASSIGNOR, further agrees to execute such additional documents as may be required in countries foreign to the United States, to record ASSIGNEES as the owner of the TRADEMARKS and registrations and applications herein assigned.

IN WITNESS WHEREOF, the parties have executed this instrument on this 5th day of

January 2002.

Ringling Bros.-Barnum & Bailey Combined Shows, Inc.

By: Julie Alexa Strauss
Name: Julie Alexa Strauss
Title: Vice President and Corporate Counsel

By: Siegfried Fischbacher
Name: Siegfried Fischbacher

By: Roy Uwe Ludwig Horn
Name: Roy Uwe Ludwig Horn