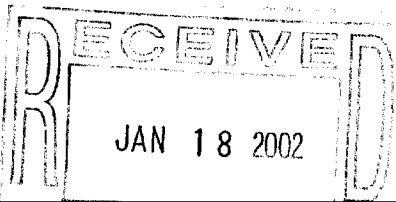


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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 1-18-02
TODD OLDHAM
 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: December 19, 2001

2. Name and address of receiving party(ies)
Name: L-7 Designs, Inc
Internal Address: _____
Address: _____
Street Address: P.O. Box 560244
City: Dallas State: TX Zip: 75356
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State TEXAS
 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) _____
1,840,989 (74/453,643)
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Dara L Onofrio, Esq
Internal Address: ONOFRIO LAW

Street Address: 233 Broadway -
Suite 2702
City: NY State: NY Zip: 10279

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41).....\$ 4000
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
50-1541

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9. Signature.
Dara L. Onofrio Dara L Onofrio 12-20-01
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TRADEMARK ASSIGNMENT

I, Todd Oldham, an individual with a place of business located at 120 Wooster Street, 3rd Floor, New York, New York 10012, United States of America, hereby confirm that I have assigned all rights to the mark TODD TIME (Int'l Class 41) filed in the U.S. Trademark Office on September 15, 1993 and assigned Serial Number 74/453,643, which application has subsequently been registered as Registration Number 1,840,989 on June 21, 1994,

unto L-7 Designs, Inc., a Texas corporation having a business address at P.O. Box 560244, Dallas, Texas 75256, United States of America, under the effective date of September 15, 1993.

Dated this 19th day of December, 2001

By: 

Todd Oldham