

05-13-2002

Form PTO-1594 (Rev. 03/01) 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): ELITE RACING, INC.

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

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

2. Name and address of receiving party(ies)

Name: ROCK 'N' ROLL MARATHON, INC.

Internal Address:

Address:

Street Address: 5452 Oberlin Drive, Suite B

City: San Diego State: CA Zip: 92121

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State California 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: April 11, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,530,120

Additional number(s) attached Yes No

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

Name: Richard K. Circuit, Esq.

Internal Address: Circuit McKellogg Kinney

& Ross LLP

Street Address: 1205 Prospect Street, #400

City: La Jolla State: CA Zip: 92037

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:

Not Applicable

DO NOT USE THIS SPACE

9. Signature.

Richard K. Circuit

Name of Person Signing

Signature

4-22-02

Date

Total number of pages including cover sheet, attachments, and document: 3

05/10/2002 DRYRNE 00000253 2530120

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

OFFICE OF RECORDS 2002 MAY -2 AM 7:08 FINANCE SECTION

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

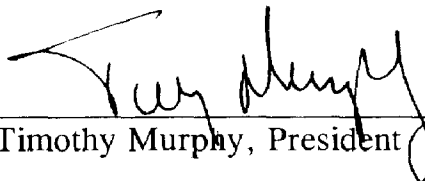
APPOINTMENT OF NEW ATTORNEY

Mark: "Rock 'N' Roll Marathon"
Applicant: Elite Racing, Inc.
Serial No.: 75/418270
Registration No.: 2,530,120
Registration Date: January 15, 2002

The undersigned Applicant hereby revokes all previous powers of attorney and appoints RICHARD K. CIRCUIT, ESQ., 1205 Prospect Street, Suite 400, La Jolla, California 92037, telephone (858) 459-0581, member of the Bar of the State of California, its attorney herein, with full power of substitution and revocation to transact all business in the Patent and Trademark Office in connection herewith.

Dated: April 11, 2002

ELITE RACING, INC.

By: 
Timothy Murphy, President

**ASSIGNMENT OF FEDERAL TRADEMARK
"Rock 'N' Roll Marathon"**

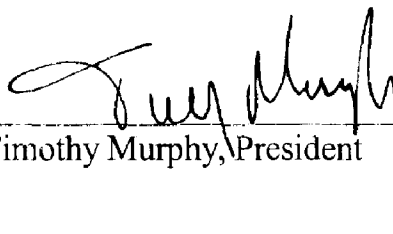
WHEREAS, ELITE RACING, INC., a California corporation, 5452 Oberlin Drive, Suite B, San Diego, California, 92121 ("Assignor"), has adopted, used and is using the trademark "Rock 'N' Roll Marathon, Registration No. 2,530,120, registered on January 15, 2002; and

WHEREAS, ROCK 'N' ROLL MARATHON, INC., a California corporation, 5452 Oberlin Drive, Suite B, San Diego, California, 92121 ("Assignee"), is desirous of acquiring said trademark;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, ELITE RACING, INC., a California corporation, does hereby assign to ROCK 'N' ROLL MARATHON, INC., a California corporation, all right, title and interest in and to the trademark and the goodwill of the business symbolized thereby.

ELITE RACING, INC.
A California Corporation

Dated: April 11, 2002

By: 
Timothy Murphy, President

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