

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

RECORDAT TRAI

05-22-2002

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office



Tab settings

To the Honorable Commissioner of Patents and Trademarks

all documents or copy thereof.

102099749

1. Name of conveying party(ies):

Malofilm Production Inc.

FINANCE SECTION

2. Name and address of receiving party(ies)

Name: Seville Pictures Inc.

Internal Address:

Street Address: 147 St. Paul Street West 2nd Floor

City: Montreal State: PQ ZIP: H2Y 1Z5

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other a Canadian corporation

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other a Canadian corporation

If assignee is not domiciled in the United States, a domestic representative designation is attached: [X] Yes [] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [X] No

3. Nature of conveyance:

5.9.02

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: FEB 1st, 2001

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

A. Trademark Application No.(s)

74/668,798

B. Trademark Registration No.(s)

2,278,593

Additional numbers attached? [] Yes [X] No

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

Name: Kim A. Brule

Internal Address: c/o Ridout & Maybee

05/21/2002 BTOW11 00000094 132400 74668798

01 FC:481 40.00 CH 02 FC:482 35.00 CH

Street Address: One Queen Street East

Suite 2400

City: Toronto State: ON ZIP: M5C 3B1

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

13-2400

(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.

DAVID REKZIEARL Name of Person Signing

[Signature] Signature

Feb 1, 2001 Date

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

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

04/01 MAR 19 98 FAA 9140410000

DESIGNATION OF DOMESTIC REPRESENTATIVE

Trademark: MIGHTY MACHINES & DESIGN

Application No. 74/668,798

- and -

Trademark: MIGHTY MACHINES & DESIGN

Registration No. 2,278,593

Name of Applicant: Seville Pictures Inc.

Feb 1, 2001

Date of Signature

BACON & THOMAS, whose postal address is 625 Slaters Lane, Fourth Floor, Alexandria, Virginia 22314-1176, United States of America is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

Name:
Title:

David Rezkavev
PRESIDENT

ASSIGNMENT

WHEREAS, Malofilm Production Inc., of 777 Rue de la Commune West, Montreal, Quebec, Canada, H3C 1Y1, is the owner of the trade-marks identified below:

CANADA

Registration/Application No.

Trade-mark

TMA455,969

MIGHTY MACHINES & DESIGN

767,452

MIGHTY MACHINES & DESIGN

UNITED STATES

Registration/Application No.

Trade-mark

2,278,593

MIGHTY MACHINES & DESIGN

74/668,798

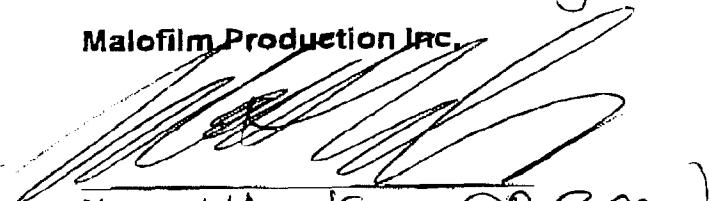
MIGHTY MACHINES & DESIGN

AND WHEREAS, Seville Pictures Inc., of 147 St. Paul Street West, 2nd Floor, Montreal, Quebec, Canada, H2Y 1Z5, is desirous of acquiring the said trade-marks and the said Canadian and United States of America trade-mark registrations and applications together with the goodwill associated therewith in Canada and in the United States of America.

NOW THEREFORE, this instrument witnesseth that for and in consideration of the sum of One Dollar (\$1.00) to it paid and of other good and valuable consideration, the receipt of which is hereby acknowledged, the said Malofilm Production Inc. by these presents does sell, assign and transfer unto the said Seville Pictures Inc. its entire right, title and interest in and to the said trade-marks and the said Canadian and United States of America trade-mark registrations and applications and the goodwill associated therewith to be held and enjoyed by the said Seville Pictures Inc. as fully as the same would have been held and enjoyed by the said Malofilm Production Inc. had this assignment and sale not been made.

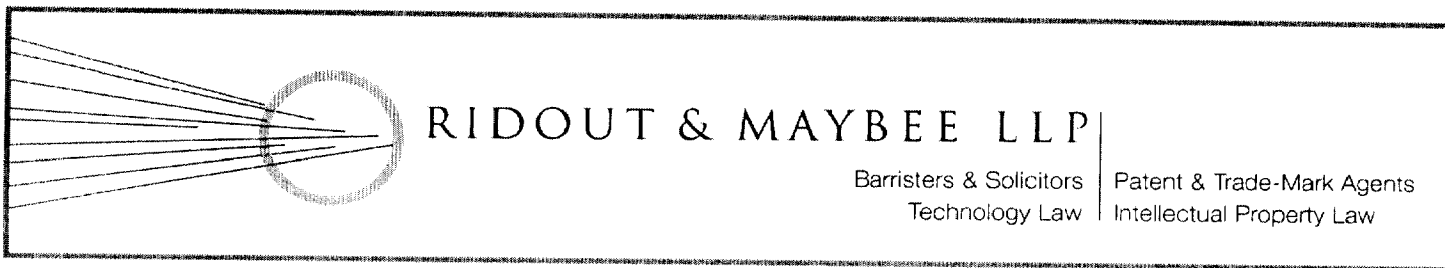
EXECUTED at MONTREAL this 1st day of February, 2001.

Malofilm Production Inc.



Name: MATTHEW CARON
Title:

TORONTO OFFICE



One Queen Street East, Suite 2400, Toronto, Ontario, M5C 3B1

UNITED STATES

PATENT & TRADE-MARKS CHECKLIST

Date: May 3, 2002

If you have any questions concerning this parcel, please contact Eileen Williams at (416) 868-1515 ext 250.

PATENT OFFICE							
File No.	Serial No.	Cheque or Deposit Code	Amount \$\$\$\$	Due Date	Description (Include Appropriate Box No. at end)	Method of Mailing	LIC/sec
37151-0003	09/572,539	-	-	July 1/02	Issue Fee	instruct Dinesh Agarwal by fax	DJG:mk
TRADE-MARKS OFFICE							
File No.	Serial No.	Cost Code	Amount	Due Date	Description (Include Appropriate Box No. at end)	LIC/scc	
33336-0005	74/668,798	-	-	May 14/2002	Response BOX RESPONSES - No Fee	KAB:co	
33336-0005	74/668,798	606	\$65.00	-	Assignment BOX ASSIGNMENT - FEE	KAB:co	
TOTAL AMOUNT			\$65.00				