

06-04-2002

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(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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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):

Life Outside, L.L.C

5-31-02

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

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

3. Nature of conveyance:

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

Execution Date: 05/01/2001

2. Name and address of receiving party(ies)

Name: Altrec, Inc.

Internal

Address: _____

Street Address: 135 Lake Street South, #1000

City: Kirkland State: WA Zip: 98033

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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) 2,446,948

2,468,275

Additional number(s) attached Yes No

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

Name: Jennifer L. Jolley

Internal Address: 1313 Seattle Tower

Street Address: 1218 Third Avenue

City: Seattle State: WA Zip: 98101

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: _____

DO NOT USE THIS SPACE

9. Signature.

Jennifer L. Jolley

Name of Person Signing

Signature

May 14, 2002

Date

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

06/03/2002 LMUELLER 00000207 2446948

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

01 FC:481
02 FC:482

40.00 DP
25.00 DP

TRADEMARK
REEL: 002517 FRAME: 0469

Assignment of Registered Service Marks

This Assignment is between:

LIFE OUTSIDE, L.L.C. (the "Assignor")
A limited liability company of the State of Washington
135 Lake Street South, #1000
Kirkland, WA 98033

and

ALTREC, INC. (the "Assignee")
A corporation of the State of Delaware
135 Lake Street South, #1000
Kirkland, WA 98033

(a) Life Outside, L.L.C. is the owner of certain service marks, registrations therefor and the goodwill appurtenant thereto; and

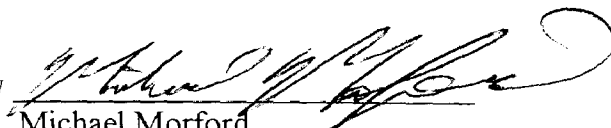
(b) Altrec, Inc. desires to acquire from Assignor all of Assignor's interest and goodwill in the service marks subject to this Assignment.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Life Outside, L.L.C. does hereby sell and assign to Altrec, Inc. all right, title and interest in and to the marks listed below, together with the goodwill of the business symbolized by the marks and with the right to recover and have damages and profits for past infringement, if any.

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
LOGO	2,446,948	April 24, 2001
ALTREC.COM	2,468,275	July 10, 2001

IN WITNESS WHEREOF, Life Outside, L.L.C. has caused this instrument to be executed and effective May 1, 2001 by its duly authorized Chief Executive Officer.

LIFE OUTSIDE LLC

By 
Michael Morford
Chief Executive Officer