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TRADEMARKS ONLY

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

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

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

1. Name of conveying party(ies): 8/15/02
Relax the Back Corporation

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: RTB Acquisition Corp.
Internal
Address: Suite 202

Street Address: 10350 Heritage Park Drive
City: Santa Fe State: CA Zip: 90670
Springs

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

3. Nature of conveyance:

Assignment Corrected Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 31, 2002

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

A. Trademark Application No. (s)
1,763,540

Additional number(s) attached Yes No

B. Trademark Registration No. (s)
AUG 15 2002

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

Name: Bruce A. Tassan
Internal Address: Tassan Law Firm

Street Address: 4143 N. 27th Street

City: Arlington State: VA Zip: 22207

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: _____

(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.

Bruce A. Tassan
Name of Person Signing

[Signature]
Signature

August 12, 2002
Date

8

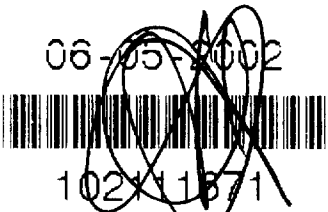
Total number of pages including cover sheet, attachments, and document:

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

08/20/2002 AAHMED1 00000034 1763540

01 FC:481

40.00 OP



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RECOR TR.

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Assignment Merger Security Agreement Change of Name Other
Execution Date: May 31, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/892,675
B. Trademark Registration No.(s) 1,714,372 2,269,336 1,783,540 2,304,433
Additional number(s) attached Yes No

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Name: Bruce A. Tassan
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06/04/2002 ANNED1 00000098 75892675
01 FC:481 40.00 OP
02 FC:482 100.00 OP

TRADEMARK REEL: 002565 FRAME: 0552

ASSIGNMENT

ASSIGNMENT made this 31st day of May, 2002, by and between Relax the Back Corporation, a Delaware corporation ("Assignor"), and RTB Acquisition Corp. ("Assignee"), a Delaware corporation, having an address of 10350 Heritage Park Drive, Suite 202, Santa Fe Springs, California 90670.

WHEREAS, Assignor owns and has used, or is using the marks identified in Exhibit A ("the Marks") worldwide.

WHEREAS, Assignee is desirous of acquiring the Marks and the goodwill of the business associated therewith, as well as all federal and state applications and registrations therefor.

NOW, THEREFORE, in consideration of ten dollars (\$10.00), the receipt of which is hereby acknowledged, Assignor conveys, transfers, and assigns to Assignee all its rights, title, and interest in and to the Marks and all the federal and state applications and registrations therefor, together with the goodwill of the business symbolized thereby effective *nunc pro tunc* as of May 31, 2001.

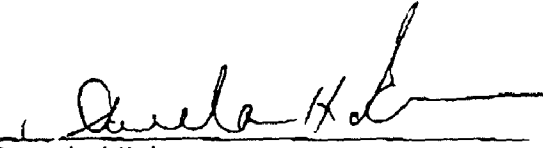
Assignor further assigns to Assignee all rights to sue for and receive all damages occurring from past infringing uses of the Marks.

Assignor warrants that it has good and valid title to the Marks, including the applications and registrations therefor. Assignor agrees that upon request by Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee and do all other lawful acts necessary to carry out the intent of this Assignment at Assignee's expense

and request, as well as provide such other material, information, or assistance as Assignee may consider necessary.

This Assignment shall be binding on the parties, their successors and/or assigns and all others acting by, through, with, or under their direction, and all those in privity therewith.

RELAX THE BACK CORPORATION

By: 

Pamela Hicks
Chief Financial Officer

Relax the Back Corporation

Trademark Report by Country
Status: ACTIVE

Printed: 5/30/2002

Page 1

REFERENCE#	MARK	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
CANADA							
610060001	RECLINING FIGURE DESIGN	1/4/1994	723,373	3/29/1996	456,183	REGISTERED	A
610060010	RELAX THE BACK	2/24/1993	723,374	6/24/1994	429,627	REGISTERED	A
EUROPEAN UNION							
610060004	RECLINING FIGURE DESIGN	4/1/1996	17,293	10/1/1998	17,293	REGISTERED	10,20,42
610060005	RTB	4/1/1996	17,301	3/19/1999	17,301	REGISTERED	10,20
ISRAEL							
610060016	RECLINING FIGURE DESIGN	2/6/1997	110,276	2/4/1998	110,276	REGISTERED	42
610060017	RELAX THE BACK	2/6/1997	110,274	3/8/1999	110,274	REGISTERED	42
610060019	RELAX THE BACK STORE & RECLINING FIGURE DESIGN	4/14/1996	104,571	12/14/1997	104,571	REGISTERED	10
610060018	RTB	2/6/1997	110,275	2/6/1997	110,275	REGISTERED	42
MEXICO							
610060011	RECLINING FIGURE DESIGN	10/8/1993	180,206	2/10/1994	452,054	REGISTERED	39
610060012	RECLINING FIGURE DESIGN	3/3/1993	162,040	10/3/1994	475,791	REGISTERED	42
610060013	RELAX THE BACK	3/3/1993	162,039	3/23/1994	461,276	REGISTERED	42
610060014	RELAX THE BACK	10/8/1993	180,207	7/25/1994	467,593	REGISTERED	39
UNITED STATES							
610060006	RECLINING FIGURE DESIGN	3/8/1996	75/069,591	12/28/1999	2,304,433	REGISTERED	10,20
610060015	RECLINING FIGURE DESIGN	8/28/1992	74/308,664	4/6/1993	1,763,540	REGISTERED	42
610060002	RELAX THE BACK	10/5/1990	74/103,375	9/8/1992	1,714,372	REGISTERED	42
610060007	RELAX THE BACK	3/8/1996	75/069,592	8/10/1999	2,269,336	REGISTERED	10,20
610060020	RELAX THE BACK & RECLINING FIGURE DESIGN	1/7/2000	75/892,675			ALLOWED	10,20,42

END OF REPORT

TOTAL ITEMS SELECTED

17

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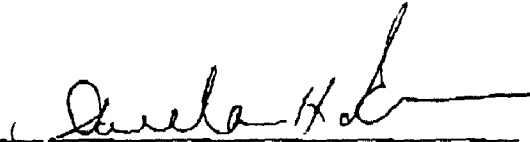
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By: 
Pamela Hicks
Chief Financial Officer

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END OF REPORT

TOTAL ITEMS SELECTED 17

RECORDED: 08/15/2002

**TRADEMARK
REEL: 002565 FRAME: 0558**