

08-30-2002

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



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HEET LY

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):

FIRM MEDIA, LLC

8.28.02

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: effective as of May 1, 2002

2. Name and address of receiving party(ies)

Name: GoodTimes Entertainment Limited

Internal

Address:

Street Address: 16 East 40th Street

City: New York State: New York Zip: 10016

- 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)

1,439,017

Additional number(s) attached Yes No

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

Name: Karen Charal Gross, Esq.

Internal Address: GoodTimes Entertainment Limited

Street Address: 16 East 40th Street

City: New York State: New York Zip: 10016

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 415.00

- 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.

Karen Charal Gross

Name of Person Signing

Signature

08/22/02 Date

Total number of pages including cover sheet, attachments, and document: 5

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

TRADEMARK REEL: 002571 FRAME: 0842

RECORDS SECTION

08/25/02 01 FC:401 02 FC:402

4. Additional Trademark Registration No.(s)

1,522,134

1,670,652

1,838,880

1,888,532

1,895,931

1,929,882

1,928,088

1,942,831

2,025,725

2,025,724

2,044,522

2,117,719

2,167,282

2,287,887

2,287,888

TRADEMARK ASSIGNMENT

WHEREAS, Firm Media, LLC a limited liability company of the State of South Carolina having a principal place of business in Columbia, South Carolina and having a mailing address of P.O. Box 5982, Columbia, South Carolina 29250, has adopted, and is using the following Trademarks.



MARKS ON THE FEDERAL REGISTER

<u>Reg. No.</u>	<u>Mark</u>	<u>Date of Reg</u>
1,439,017	THE FIRM: WORKOUT WITH WEIGHTS	05/12/87
1,522,134	THE FIRM	01/24/89
1,670,652	FIRM BELIEVER	12/31/91
1,838,880	THE BODY FIRM	06/07/94
1,888,532	FIRM BELIEVERS	04/11/95
1,895,931	FIRM	05/30/95
1,929,882	REAL FIRM INSTRUCTORS	10/24/95
1,928,088	THE FIRM	10/17/95
1,942,831	VISIBLE RESULTS	12/19/95
2,025,725	TORTOISE	12/24/96
2,025,724	HARE	12/24/96
2,044,522	FIRM GEAR	03/11/97
2,117,719	THE FIRM AND DESIGN	12/02/97

2,167,282	FIRM PARTS	06/23/98
2,287,887	TRITRAINER	10/19/99
2,287,888	THE FIRM CROSS TRAINERS	10/19/99

WHEREAS, GOODTIMES ENTERTAINMENT LIMITED (hereinafter "GOODTIMES"), a corporation of the State of Delaware having a principal place of business at 16 East 40th Street, New York, New York 10016, is desirous of acquiring the trademarks and the goodwill associated with the marks, including all assets identified in Schedule A and B of the License Agreement subject to any restrictions which may apply, as of May 1, 2002;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said THE FIRM, hereby assigns to GOODTIMES its entire right, title and interest in and to the trademarks, and the goodwill symbolized by said trademarks in the United States and in any and all countries foreign to the United States, and all assets identified in Schedule A and B of the License Agreement subject to any restrictions which may apply, as of May 1, 2002;

THE FIRM, agrees to sign all lawful papers, at the request of GOODTIMES as may be necessary or desirable to register and to perfect title to the subject matter conveyed herein in any and

all such foreign countries, without further compensation but at the expense of GOODTIMES.

By: Cynthia Benson / Member
Cynthia Benson.
Member
FIRM MEDIA, LLC

STATE OF SOUTH CAROLINA)
) SS:
COUNTY OF GREENVILLE)

BEFORE ME PERSONALLY appeared said Cynthia Benson member of Firm Media, LLC, and acknowledged the foregoing instrument to be her free act and deed this 31 day of July, 2002.

[Signature] (SEAL)
Notary Public for South Carolina

My Commission Expires: 11/13/2013