FORM **PTO-1594** RECO 09-17-2002 EET U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102223351

To the Honorable Commissioner of Pa record the attached original documents or copy thereof.

1. Name of conveying party(ies):
TKO SPORTS GROUP, INC.

8·30·02

[] Individual(s) [] Association
[] General Partnership [] Limited Partnership
[X] Corporation- CANADA
[] Other:

Additional name(s) of conveying party(ies) attached [] Yes [X] No

3. Nature of conveyance:
[X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other:

Execution Date: AUGUST 12, 2002

2. Name and address of receiving party(ies)

Name: TECHNICAL KNOCKOUT, INC.

Internal Address: AUG 30 2002

Street Address: 3450 PARK CENTRAL BOULEVARD NORTH

City: POMPANO BEACH State: FLORIDA ZIP: 33064
[] Individual(s) citizenship:
[] Association:
[] General Partnership:
[] Limited Partnership:
[X] 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) and address(es) attached? [] Yes [X] No

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

A. Trademark Application No.(s)

B. Trademark No.(s)
2,144,483 "FITNESS FAN"

Additional numbers attached? [] Yes [X] No

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

Name: DALE PAUL DiMAGGIO, ESQ.

Internal Address: MALIN, HALEY & DIMAGGIO, P.A.

Street Address: 1936 SOUTH ANDREWS AVENUE

City: FORT LAUDERDALE State: FLORIDA ZIP: 33316

Telephone: (954) 763-3303

6. Total number of applications and registrations involved: ONE (1)

7. Total fee (37 CFR 3.41) $40.00

[X] Enclosed

[] Authorized to be charged to Deposit Account

8. Deposit account number: 13-1130

(Attach duplicate copy of this page if paying by deposit account)

09/16/2002 TDIAZ1 00000190 2144483
01 FC:481 40.00 OP

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.

Dale Paul DiMaggio, Reg. No. 31,823 Date 8/27/02

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

Mail documents to be recorded with required cover sheet information to:
Commission of Patents and Trademarks, Box Assignments

I:\9530\FORMS\4711.ASSIGNMENT

ASSIGNMENT

Whereas, TKO Sports Group, Inc., A Canadian Corporation, ("Assignor"), having an address of 3450 Park Central Boulevard North, Pompano Beach, Florida 33064, has adopted and used in his or its business, a trademark which mark is identified as FITNESS FAN, which is registered under number 2,144,483, dated March 17, 1998, in the country of United States of America; and

Whereas, Technical Knockout, Inc., a Delaware Corporation ("Assignee"), having an address of 3450 Park Central Boulevard North, Pompano Beach, Florida 33064, is desirous of acquiring said mark and the good will of said mark;

Now, Therefore, To All Whom It May Concern:

Be it known that for and in consideration of the sum of Ten Dollars ($10.00) and other good and valuable consideration to them in hand paid, the receipt of which is hereby acknowledged, said Assignor, by these presents does sell, assign, and transfer unto the said Assignee the entire right, title and interest in and to the said trademark and/or service mark and the registration thereof, number, including the right to sue for damages for all past infringement occurring prior to the execution date of this Assignment, together with the good will of the mark and business in connection with which the said mark was and/or is used.

TKO Sports Group, Inc.
A Canadian Corporation

Date: 8/12/02

By: _____
Mitch Carlin, Senior Vice President

I:\9530\FORMS\4711.ASSIGNMENT.REVISED