



09-24-2002



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

| | |
|---|---|
| <p>1. Name of conveying party(ies): SJL of California, L.P. 9-19-02</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies) Name: <u>NVG-Santa Barbara, LLC</u> Internal Address: <u>c/o New Vision Group</u> Street Address: <u>3455 Peachtree Rd., #711</u> City: <u>Atlanta</u> State: <u>GA</u> Zip: <u>30326</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Delaware Limited Liability Company</u></p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p> |
| <p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>09/10/2002</u></p> | |

| | |
|--|--|
| <p>4. Application number(s) or registration number(s): A. Trademark Application No.(s)</p> | <p>B. Trademark Registration No.(s) 1,795,293</p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> |
|--|--|

| | |
|---|---|
| <p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Colleen Hennessy</u> Internal Address: <u>Lord, Bissell & Brook</u> Street Address: <u>115 S. LaSalle St.</u> City: <u>Chicago</u> State: <u>IL</u> Zip: <u>60603</u></p> | <p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>40</u></p> <p><input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p> |
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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.

Sean C. Fified  September 16, 2002
Name of Person Signing Signature Date

09/24/2002 DBYRNE 01 FC:481

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

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

SCHEDULE A

Registered Trademarks

1. KSBY6 (typed drawing) - Registration No. 1,795,293 - registration date, September 28, 1993

ASSIGNMENT AND ASSUMPTION OF REGISTERED TRADEMARKS

THIS ASSIGNMENT AND ASSUMPTION OF REGISTERED TRADEMARKS, is made as of this 10th day of September, 2002, by and between SJL of California, L.P., a limited partnership organized under the laws of the State of Delaware ("Seller"), and NVG-Santa Barbara, LLC, a limited liability company organized under the laws of the State of Delaware ("Buyer").

WHEREAS, Seller is the sole and exclusive owner of certain trademarks and the good will appurtenant thereto and certain trademark registrations therefor, which trademarks and registrations are listed and described in Schedule A attached hereto (the "Marks"); and

WHEREAS, Buyer desires to acquire all of Seller's right, title and interest in and to the Marks and registrations.

NOW THEREFORE, for good and valuable consideration paid by Buyer to Seller, the receipt and sufficiency of which are hereby acknowledged, Seller does hereby sell, assign and transfer unto Buyer all of Seller's right, title and interest in and to the Marks and registrations therefor, together with the good will appurtenant thereto and the entire right, title and interest in and to any equity arising out of past, present or future infringement of the Marks.

This Assignment and Assumption of Registered Trademarks may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same document.

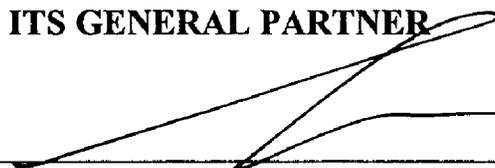
IN WITNESS WHEREOF, the parties hereto have duly executed this Assignment and Assumption of Registered Trademarks as of the date first above written.

[Signatures appear on the following page]

"SELLER"

SJL OF CALIFORNIA, L.P.

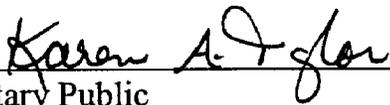
BY: SJL OF CALIFORNIA, INC.,
ITS GENERAL PARTNER

By: 
Name: George D. Lilly
Title: Chairman

Attest: 
Name: Pamela Davis Heilman
Title: Secretary

~~STATE OF~~ District of Columbia)
~~COUNTY OF~~ Washington)ss

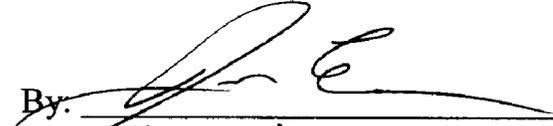
The foregoing Assignment and Assumption of Registered Trademarks was acknowledged before me this 10th day of September, 2002, by George D. Lilly who being duly sworn, did say that he is the Chairman of SJL of California, Inc., the sole general partner of SJL of California, L.P., a limited partnership organized under the laws of the State of Delaware, and has executed this Assignment and Assumption of Registered Trademarks on behalf of such limited partnership.


Notary Public

My commission expires: My Commission Expires July 31, 2004

"BUYER"

NVG-SANTA BARBARA, LLC

By: 

Name: Jason Elkin

Title: Chairman/CEO

Attest: 

Name: John Heinen

Title: President/Secretary

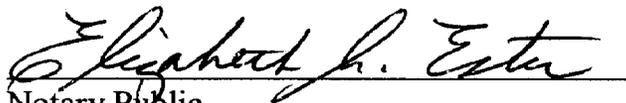
DISTRICT OF COLUMBIA

STATE OF _____)

)ss

COUNTY OF _____)

The foregoing Assignment and Assumption of Registered Trademarks was acknowledged before me this 10th day of September, 2002, by Jason Elkin who being duly sworn, did say that he she is the Chairman/CEO of NVG-Santa Barbara, LLC, a limited liability company organized under the laws of the State of Delaware, and has executed this Assignment and Assumption of Registered Trademarks on behalf of such limited liability company.


Notary Public

My commission expires: July 14, 2007

Elizabeth A. Ester
Notary Public, District of Columbia
My Commission Expires 07-14-2007