

10-02-2002



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

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

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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):

Everkids LLC

9-26-02

- 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:

2. Name and address of receiving party(ies)

Name: Viacom International Inc.

Internal Address:

Street Address: 1515 Broadway

City: New York State: NY Zip: 10036

- 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) 76128124

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Selene Costello

Internal Address:

Street Address: c/o A. Aries Tabigue

1515 Broadway, 51st Floor

City: New York State: NY Zip: 10036

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:

220287

FINANCE SECTION 10/26 AM 9:02

DO NOT USE THIS SPACE

9. Signature.

Robin Silverman

Name of Person Signing

Signature

9/26/02

Date

5

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

10/01/2002 6TOM11 00000113 220287 76128124

01 FC:481 40.00 CH

TRADEMARK

REEL: 002591 FRAME: 0479

TRADEMARK ASSIGNMENT

This Agreement, effective as of September, 2002, is by and between EVERKIDS LLC, SAMANTHA FREEMAN, AND ANGELA SANTOMERO (collectively, "Assignors") on the one hand, and MTV NETWORKS, a division of Viacom International Inc. ("Assignee") on the other hand. This Agreement is subject to all of the terms and conditions of the agreement dated as of June 26, 2001 between Games Productions, Inc. and Santomero Studios, Inc., and all schedules attached thereto, including without limitation, paragraph 8 (b) of the agreement dated as of June 26, 2001 among Games Productions, Inc, Angela Santomero and Samantha Freeman attached as Schedule 1 thereto.

WHEREAS, Assignors are the owners of all right, title and interest in and to the trademarks, service marks, brands, logos, and domain names and other identifications associated with the "EVERGIRL" property, in connection with printed matter, clothing, toys, online and other entertainment services;

WHEREAS Assignors are also the owners of all right, title and interest in and to "intent-to-use" based U.S. Trademark Application No. 76/128,124 for the "EVERGIRL" trademark (this application and all common law rights relating to the "EVERGIRL" property are hereafter collectively referred to as the "Trademark"); and

WHEREAS, Assignee is desirous of acquiring any and all rights held by Assignors in and to the Trademark, including all associated goodwill in said Trademark and other such intellectual property relating to the "EVERGIRL" property.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors hereby assign to Assignee all right, title and interest in and to the Trademark and other such intellectual property associated with the "EVERGIRL" property including, without limitation, the above-referenced applications therefore, together with the goodwill of the business symbolized by the Trademark, and with all past, present and future claims that could be asserted by Assignors arising out of or relating to the use or ownership of


the Trademark. Assignors assign the Trademark as part of that portion of the business to which the Trademark pertains as required by Section 10 of the Trademark Act (15 U.S.C. §1060).

Assignors warrant and represent that: (i) Assignors are the sole owner of all right, title and interest in and to the Trademark and have full right, power and authority to enter into this Assignment and to convey the Trademark to Assignee; (ii) Assignors have never granted and will not in the future grant any rights to third parties that would purport to violate, conflict with or otherwise be inconsistent with any term or provision of this Assignment; (iii) neither the Trademark, nor Assignee's uses thereof, violate any rights of any kind or nature whatsoever of any third party; (iv) all trademark and other intellectual property rights associated with the EVERGIRL property are herein assigned via this Assignment; (v) all elements of the Trademark are valid and subsisting; and (vi) the Trademark has not been abandoned.

Assignors agree to indemnify Assignee, and its parent, subsidiaries, affiliates, and all officers, directors, shareholders, agents, employees, representatives and associates thereof, and save and hold harmless each of them from any claim, suit, harm, damages or costs (including attorneys' fees and expenses) incurred by Assignee arising out of the breach of any warranties or representations contained in this Assignment.

Assignors agree to execute such further papers as may be necessary to vest full title in and to the Trademark in Assignee.

EVERKIDS LLC

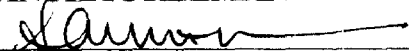
By: 
(Signature)

Name: SAMANTHA FREEMAN
(Printed)

Title: Principal

Date: September 20, 2002

SAMANTHA FREEMAN

By: 

Date: September 20, 2002

ANGELA SANTOMERO

By:

Date:

Angela C. Sattmeier

9/18/02

IN THE UNITED STATES PATENT AND TRADEMARKS OFFICE

In re Application of:

Viacom International Inc.

Application No. 76/128,124

Application Date: September 14, 2000

Mark: EVERGIRL

Assistant Commissioner of Trademarks
2900 Crystal Drive
Arlington, Virginia 22202

APPOINTMENT OF NEW ATTORNEY

Applicant hereby revokes all previous powers of attorney, and appoints Selene H. Costello, a member of the Bar of the State of New York, whose address is 1515 Broadway, New York, New York 10036, to prosecute the application to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Registration Certificate.

Please forward all correspondence regarding the application to:

Selene Costello
MTV Networks
1515 Broadway, 34th Floor
New York, New York 10036

Telephone: (212) 846-5338
Facsimile: (212) 846-1774

Respectfully submitted,
Viacom International Inc.


Selene H. Costello

Date: September 25, 2002