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10-02-2002



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Box Assignment
Commissioner of Patents and Trademarks
Washington, D.C. 20231

FINANCE SECTION

Post Office Box 7068
Pasadena, CA 91109-7068

Commissioner of Patents and Trademarks: Please record the attached original by thereof:

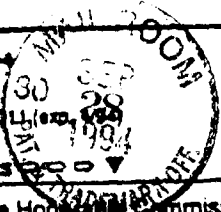
<p>1. Name of conveying party(ies): Omni Films International, Inc.</p> <p><i>9-30-02</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other <input checked="" type="checkbox"/> Exists Under Laws of Florida</p> <p>Additional name(s) of conveying party(ies) attached: NO</p>	<p>2. Name and address of receiving party(ies): Name: OFI Corp. Street Address: 4540 W. Valerio Street Burbank, California 91505-1046</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other: <input checked="" type="checkbox"/> Exists Under Laws of Delaware</p>
<p>3. Name of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other: Corrective Document for the Assignment recorded at 1223/0418-0421 on 9/28/94</p> <p>Execution Date: May 18, 1994</p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: NO</p> <p>(Designation must be a separate document from Assignment). Additional name(s) & address(es) attached? NO</p>
<p>4. A. Trademark Application No.(s)</p> <p>10/01/2002 TDIAZ1 00000154 1545661</p> <p>01 FC:481 40.00 OF 02 FC:482 50.00 OF</p>	<p>4. B. Trademark Registration No.(s)</p> <p>1,545,661 1,545,696 1,963,701</p> <p>Additional numbers attached? NO</p>
<p>5. Please return the recorded document and address all correspondence to:</p> <p>CHRISTIE, PARKER & HALE, LLP P.O. Box 7068 Pasadena, CA 91109-7068 Attention: Gregory S. Lampert</p>	<p>6. Total number of applications or registrations involved..... 3</p> <p>7. <input checked="" type="checkbox"/> Total fee enclosed (37 CFR 3.41): \$ 90.00</p> <p>8. <input checked="" type="checkbox"/> Any deficiency or overpayment of fees should be charged or credited to Deposit Account No. 03-1728, except for payment of issue fees required under 37 CFR § 1.18. Please show our docket number with any credit or charge to our Deposit Account.</p>
<p>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.</p> <p>Date: September 23, 2002</p> <p>By: <i>Gregory S. Lampert</i> Name: Gregory S. Lampert 626/795-9900</p> <p>I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE U.S. POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO: ASSISTANT COMMISSIONER FOR PATENTS, WASHINGTON, D.C. 20231 ON</p> <p><i>9/23/02</i> <i>Carol L. Burchfield</i> DATE SIGNATURE</p> <p>Total number of pages including cover sheet, attachments, and document: 7</p>	

40-481
12-482

FORM PTO-1594
(Rev. 6-83)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



OMB No. 0651-0011 (exp. 09-92)
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):
OMNI FILMS INTERNATIONAL, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **03 FL**
 Other _____

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

2. Name and address of receiving party(ies)
Name: **OFI CORPORATION**

Internal Address: _____
Street Address: **4540 WEST VALERIO STREET**
City: **BURBANK** State: **CA** ZIP: **91505**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Corporation-State **of Delaware**
 Other _____

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: **01**

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **05/18/94**

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

A. Trademark Application No.(s)
74/505,660

B. Trademark Registration No.(s)

1,761,027	1,185,175
1,545,696	1,146,570
1,545,661	

Additional numbers attached? Yes No

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

Name: **Allen S. Melser**

Internal Address: **POPHAM HAIK SCHNOBRICH & KAUFMAN, LTD.**

Street Address: **655 15th Street**
Suite 800

City: **Washington, D.C.** ZIP: **20005**

6. Total number of applications and registrations involved: **6**

7. Total fee (37 CFR 3.41).....\$ **165.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
13-2050

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

DO NOT USE THIS SPACE **89185078**

130 SB 10/11/94 74505660

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.

SB 10/11/94 74505660
Allen S. Melser
Name of Person Signing

Allen S. Melser
Signature

9/20/94
Date

ASSIGNMENT

WHEREAS, Omni Films International, Inc., a corporation organized under the laws of Florida, located and doing business at 5696 Pinkney Avenue, Sarasota, Florida 34233 (hereinafter "Assignor") is the owner of the Trademarks, U.S. Application and U.S. Registrations identified on Exhibit A attached hereto (collectively hereinafter the "Trademarks").

WHEREAS, OFI Corp., a corporation organized under the laws of Delaware, located and doing business at 4540 West Valerio Street Burbank, California 91505-1046 desires to acquire the entire right, title, and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, the entire right, title, interest in and to the Trademarks, the goodwill of the business connected with the Trademarks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

ASSIGNOR further assigns to ASSIGNEE all right to sue for and receive all damages accruing from past infringements of the Trademarks herein assigned.

REEL 1 223 FRAME 4 19

TRADEMARK

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

Omni Films International, Inc.

By: *[Signature]*

Name: Julian Angus
(please print)

Title: Vice President of Engineering

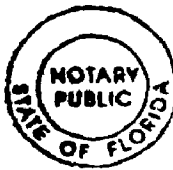
Date: 5/18/94

REEL 1223 FRAME 20
TRADEMARK

CITY OF SARASOTA :
STATE OF FLORIDA : SS
U.S.A. :

Before me this 18 day of MAY, 1994, appeared JULIAN ANGUS who declares that, he is V.P. ENGINEERING of OMNI FILMS INTERNATIONAL, INC., that he is authorized to execute this document on behalf of said corporation and that he has read and understands the foregoing document and has signed it as his free act and deed and as the free act and deed of said corporation.

[Signature]



Notary Public
GUY L HEYL
MY COMM. EX. 12-30-95
BONDED BY SERVICE INS CO
NO. CCI72761
My Commission expires on 12/30/95

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EXHIBIT A

Registrations:

FREEDOM SIX - 1,761,027

OMNI FILMS INTERNATIONAL, INC. & Design - 1,545,696

MOTION MASTER - 1,545,661

CINEMA 180 & Design - 1,185,175

CINEMA 180 - 1,146,570

RECORDED
PATENT & TRADEMARK OFFICE

SEP 28 94

Application:

THE MOVIES YOU RIDE - 74/505,660

TRADEMARK

REEL 1223 FRAME 21