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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):

The Beautiful Game, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State New York Other

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

2. Name and address of receiving party(ies)

Name: Stephen Hutchinson Internal Address: Suite 2A

Street Address: 79 Sullivan Street City: New York State: NY Zip: 10012

- Individual(s) citizenship United States Association General Partnership Limited Partnership Corporation-State 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 11-5-98

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,256,148

Additional number(s) attached Yes No

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

Name: Allen A. Meyer, Jr., Esq.

Internal Address:

Street Address: 24 Rock Ridge Ave

City: Greenwich State: CT Zip: 06831

6. Total number of applications and registrations involved:



7. Total fee (37 CFR 3.41) \$ 40**

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

40E

DO NOT USE THIS SPACE

9. Signature.

Document ID No. 102215590

Allen A. Meyer, Jr., Esq. Name of Person Signing

Signature

2-4-03 Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK REEL: 002605 FRAME: 0313

ASSIGNMENT

WHEREAS, The Beautiful Game, with offices located at 79 Sullivan Street, Suite 2A, New York, New York 10012, a corporation organized and existing under the laws of the State of New York, was the owner of all right, title and interest in and to the below listed Mark which has been registered at the United States Patent and Trademark Office, particulars of which are as follows:

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
THE BEAUTIFUL GAME	2,256,148	June 22, 1999

(hereinafter referred to as the "Mark");

WHEREAS, Stephen Hutchinson, with offices located at 79 Sullivan Street, Suite 2A, New York, New York 10012, an individual and citizen of the United States, was desirous of acquiring the aforesaid Mark, together with the goodwill of the business symbolized by the Mark;

WHEREAS, by agreement, Stephen Hutchinson received the entire right, title, and interest in and to the aforesaid Mark, together with the goodwill of the business symbolized thereby; and

WHEREAS, the parties hereto are desirous of executing a document for purposes of recordation at the United States Patent and Trademark Office recording title in and to the aforesaid Mark in the name of Stephen Hutchinson;

NOW, THEREFORE, effective as of November 5, 1998 for and in consideration of and in exchange for Ten (\$10.00) Dollars and other good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, said The Beautiful Game, Inc. hereby acknowledges and

NOW, THEREFORE, effective as of NOVEMBER 5, 1998 for and in consideration of and in exchange for Ten (\$10.00) Dollars and other good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, said The Beautiful Game, Inc. hereby acknowledges and confirms its prior said transfer, and does hereby sell, assign, and transfer unto said Stephen Hutchinson all rights, title and interest in and to said Mark, including the registration thereof and the Certificate of Registration duly and legally issued therefor, and any and all renewals thereof for the Mark, together with the goodwill of the business symbolized thereby, and further including, without limitation, all claims for damages by reason of past infringement and the right to sue for and the right to collect the same for its own use and behoof, and for the use and behoof of its successors, assigns, or legal representatives and the right to defend the Mark and the registrations thereof.

The Beautiful Game, Inc.

BY: *S.P. Hutchinson*
(Stephen Hutchinson)

TITLE: President

EFFECTIVE AS OF NOVEMBER 5, 1998