

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Phat Cycles, LLC		01/22/2003	CORPORATION:
RECEIVING PARTY DATA			
Name:	David Menahem		
Street Address:	8800 Warner Avenue		
City:	Fountain Valley		
State/Country:	CALIFORNIA		
Postal Code:	92708		
Entity Type:	INDIVIDUAL:		
PROPERTY NUMBERS Total: 1			
Property Type	Number		
Registration Number:	2517524		
CORRESPONDENCE DATA			
Fax Number:	(619)222-7911		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	619-222-6800		
Email:	mciplaw@pacbell.net		
Correspondent Name:	Joseph F. McLellan		
Address Line 1:	1071 Shafter Street		
Address Line 4:	San Diego, CALIFORNIA 92106		
ATTORNEY DOCKET NUMBER:	MENH42		
NAME OF SUBMITTER:	Shari Herron		

OP \$40.00 2517524

Total Attachments: 1

ASSIGNMENT

WHEREAS, PHAT CYCLES, LLC, a California limited liability company ("Assignor"), having a place of business at 2946 Club Drive, Los Angeles, California 90064, has adopted and used, and is the owner of record of the following trademark registered in the United States Patent and Trademark Office:

Registration No. 2,517,524, registered on December 11, 2001, for the service mark PHAT CYCLES; and

WHEREAS, on or about January 22, 2003, Assignor sold its entire right, title and interest in and to the above-identified mark and the registration therefor, together with that part of the goodwill of the business connected with the use of and symbolized by said mark, to David Menahem, an individual ("Assignee"), with a place of business at 8800 Warner Avenue, Fountain Valley, California 92708; and

WHEREAS, Assignee desires to have a recordable document evidencing the above-mentioned sale, and to have title to the above-mentioned registration recorded in the name of the Assignee;

NOW, THEREFORE, in consideration of the foregoing recitals, and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee the entire right, title and interest in and to the above-mentioned mark and registration therefor, together with the goodwill of the business connected with the use of and symbolized by said mark, and Assignor further does hereby sell, assign and transfer to Assignee such rights of which Assignor may be possessed for registration of the above-mentioned mark in countries foreign to the United States.

AND the Commissioner of Patents and Trademarks in the United States, or other cognizant authority in countries foreign to the United States, is hereby authorized and requested to issue any Registration of said mark in the United States and in said countries to Assignee in accordance with the terms of this Assignment.

IN WITNESS WHEREOF, Assignors have executed this Assignment as of January 22, 2003.

PHAT CYCLES, LLC.

By: 

Seth Grossman, Manager