

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1

Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Phat Cycles, LLC		01/22/2003	CORPORATION:
Seth Grossman		01/22/2003	INDIVIDUAL:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	David Menahem		
<b>Street Address:</b>	8800 Warner Avenue		
<b>City:</b>	Fountain Valley		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92708		
<b>Entity Type:</b>	INDIVIDUAL:		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>		
<b>Registration Number:</b>	2437309		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(619)222-7911		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	619-222-6800		
<b>Email:</b>	mciplaw@pacbell.net		
<b>Correspondent Name:</b>	Joseph F. McLellan		
<b>Address Line 1:</b>	1071 Shafter Street		
<b>Address Line 4:</b>	San Diego, CALIFORNIA 92106		
<b>ATTORNEY DOCKET NUMBER:</b>	MENH43		
<b>NAME OF SUBMITTER:</b>	Shari Herron		

OP \$40.00 2437309

Total Attachments: 1

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## **ASSIGNMENT**

WHEREAS, PHAT CYCLES, LLC, a California limited liability company, and Seth Grossman, an individual (hereinafter collectively referred to as "Assignors"), both having a place of business at 2946 Club Drive, Los Angeles, California 90064, have adopted and used, and are the owners of record of the following trademark registered in the United States Patent and Trademark Office:

**Registration No. 2,437,309, registered on March 20, 2001, for the service mark PHAT CYCLES HUNTINGTON BEACH, USA and Design; and**

WHEREAS, on or about January 22, 2003, Assignors sold their 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.

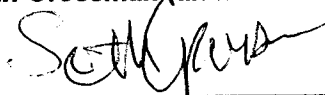
AND the Commissioner of Patents and Trademarks in the United States, or other cognizant authority in countries foreign to the United States, is hereby authorized and requested to issue any Registration of said mark in the United States and in said countries to Assignee in accordance with the terms of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

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

**PHAT CYCLES, LLC.**

By:   
\_\_\_\_\_  
Seth Grossman, Manager

**Seth Grossman (an individual)**

  
\_\_\_\_\_  
Seth Grossman