

01-07-2003

FORM PTO-1595
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



102329475

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 SportsAir, Inc.
 11363 Denton Drive, Suite 311
 Dallas, Texas 75229
 _____ Individual(s) _____ Association
 _____ General Partnership _____ Limited Partnership
 Corporation - Texas
 _____ Other _____

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

12-16-02

2. Name and address of receiving party(ies):
 Name: Urgent Gear, Inc.
 Internal Address: _____
 Street Address: 1016 East 14th Place
 City: Los Angeles State: CA ZIP: 90021
 _____ Individual(s) citizenship _____
 _____ Association _____
 _____ Limited Partnership _____
 Corporation California
 _____ 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: November 14, 2002

OFFICE OF PUBLIC RECORDS
2007 DEC 16 AM 9:39
FINANCE SECTION

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
76/338,323
 Additional numbers attached? Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Lori M. Stockton
 Internal Address: BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN
 Street Address: 12400 Wilshire Boulevard, 7th Floor
 City: Los Angeles State: CA ZIP: 90025

6. Total number of applications and patents involved: 1
 7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number:
02-2666
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Lori M. Stockton
 Name of Person Signing

Signature

December 11, 2002
 Date

Total number of pages comprising cover sheet: 2

01/06/2003 LMUELLER 00000239 76338323

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40.00 00

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513 on 12/11/02

Candace Baker
 Date

12/11/02
 Date

TRADEMARK
 REEL: 002643 FRAME: 0020

ASSIGNMENT OF TRADEMARK

This Assignment is made by and between SportsAir, Inc., a Texas corporation having a principal place of business at 11363 Denton Drive, Suite 311, Dallas, Texas 75229 ("Assignor"), and Urgent Gear, Inc., a California corporation, having a principal place of business at 1016 East 14th Place, Los Angeles, California 90021 ("Assignee").

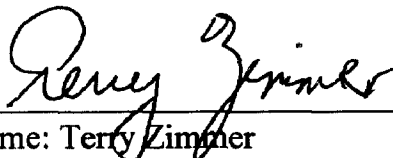
WHEREAS, Assignor is the owner of U.S. Application Serial Number 76/338,323 for the mark INVEST IN AN AMERICAN TRADITION (the "Trademark"), and

WHEREAS, Assignor has agreed to assign all of Assignor's right, title and interest in and to the Trademark to the Assignee.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee all of Assignor's entire right, title and interest in and to the Trademark together with the goodwill of the business symbolized by the Trademark, and the above identified application for registration thereof, including the right to sue for past infringements.

Executed this 14 day of November, 2002.

SportsAir, Inc.



NOV 14, 2002

Name: Terry Zimmer
Title: President

TRADEMARKS ONLY

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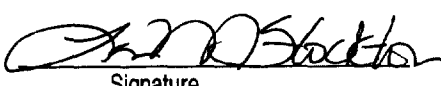
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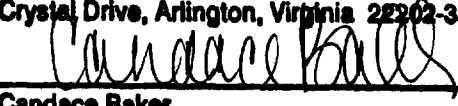
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 Candace Baker Date