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(Rev. 10/02)

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Tab settings

RECORDS
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DEPT. OF COMMERCE
and Trademark Office

102335346

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

1. Name of conveying party(ies):
Zoo York THC, LLC.

12-23-02

- Individual(s)
- General Partnership
- Corporation-State
- Other a New Jersey limited liability company
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 19, 2002

2. Name and address of receiving party(ies)

Name: Zoo York, LLC

Internal

Address:

Street Address: 1 Martin Avenue

City: South River State: NJ Zip: 08882

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other a New Jersey Limited Liability Company

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

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

A. Trademark Application No.(s) 78162470
78105844, 78105841, 78105849

B. Trademark Registration No.(s) 1927011

Additional number(s) attached Yes No

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

Name: Perry J. Viscounty, Esq.

Internal Address: Latham & Watkins

Street Address: 650 Town Center Drive,
Suite 2000

City: Costa Mesa State: CA Zip: 92626

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41) \$ 215.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

SETH GERSZBERG
Name of Person Signing

[Signature]
Signature

12-19-02
Date

Total number of pages including cover sheet, attachments, and document: 4

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

01/10/2003 6TON11 0000120 78162470

01 FC:8521 40.00 DP
02 FC:8522 175.00 DP

4. Trademark Applications continued

78122686

78145226

78145252

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") dated this 19th day of December, 2002, is by and between Zoo York THC, LLC, a New Jersey limited liability company, which has a principal place of business at 1 Martin Avenue, South River, New Jersey 08882 ("Assignor") and Zoo York, LLC, a New Jersey limited liability company, which has a principal place of business at 1 Martin Avenue, South River, New Jersey 08882 ("Assignee");

WHEREAS, Assignor has adopted, used, is using, and is, to the best of its knowledge and belief, the owner of the trademarks identified in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, domain name rights, causes of action, and the right to recover for past infringement (the "Trademarks");

WHEREAS, Assignor has adopted, used, is using, and is, to the best of its knowledge and belief, the owner of the trademark applications and registration listed in Schedule B, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, domain name rights, causes of action, and the right to recover for past infringement (the "Applications and Registration");

WHEREAS, Assignor has acquired goodwill associated with and symbolized by the Trademarks and the Applications and Registration and has not abandoned it;

WHEREAS, Assignee is desirous of acquiring all rights, title, and interest in and to the Trademarks and the Applications and Registration owned by Assignor; and

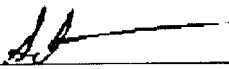
WHEREAS, Assignor is willing to assign to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks and the Applications and Registration.

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and sells to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks and the Applications and Registration; together with the goodwill symbolized by said Trademarks and the Applications and Registration.

Zoo York THC, LLC, a New Jersey limited liability company

DATED: 12-19-02 
By: Seth Gerszberg
Title: President

Zoo York, LLC, a New Jersey limited liability company

DATED: 12-19-02 
By: Seth Gerszberg
Title: President

SCHEDULE A**Trademarks**

1. ZOO YORK
2. UNBREAKABLE
3. SNOVERALLS

SCHEDULE B**U.S. Trademark Applications**

Mark	Class	Application No.	Filing Date
ZOO YORK	25	78/162,470	September 10, 2002
ZOO YORK	9	78/105,844	January 30, 2002
ZOO YORK	18	78/105,841	January 30, 2002
ZOO YORK	41	78/105,849	January 30, 2002
ZOO YORK	28	78/122,886	April 18, 2002
UNBREAKABLE	25	78/145,226	July 18, 2002
UNBREAKABLE	28	78/145,252	July 18, 2002

Trademark Registration

Mark	Classes	Registration No.	Registration Date
ZOO YORK	25, 28	1,927,011	October 17, 1995