


Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings: ⇌ ⇌ ⇌	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	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): October Acquisition Corporation (Delaware) <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>i:FAO of North America, Incorporated</u> Internal Address: _____ Street Address: <u>19229 Sonoma Highway, #125</u> City: <u>Sonoma</u> State: <u>CA</u> Zip: <u>95476</u> <input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____ Execution Date: <u>June 16, 2003</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ <u>75/575,060</u> B. Trademark Registration No.(s) _____ <u>2,278,371</u> Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Alan Behr</u> Internal Address: <u>Alston & Bird LLP</u> <u>IP Dept.</u> Street Address: <u>90 Park Avenue</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10016</u>	6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41):\$ <u>65.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>230380</u> Order no. <u>111603/232043</u>	
DO NOT USE THIS SPACE		
9. Signature. <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="width: 30%;"> <u>Alan Behr</u> Name of Person Signing </div> <div style="width: 30%; text-align: center;">  Signature </div> <div style="width: 30%; text-align: right;"> <u>6-24-03</u> Date </div> </div> <div style="text-align: right; margin-top: 5px;"> Total number of pages including cover sheet, attachments, and document: 3 </div>		

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ASSIGNMENT

WHEREAS, I:FAO of North America, Incorporated, a Delaware corporation having its principal address at 19229 Sonoma Highway, #125, Sonoma, CA 95476 (hereinafter referred to as "Assignee"), desires to acquire the entire right, title and interest in and to the trademarks set forth in Appendix A (hereinafter referred to as the "Marks"), the goodwill of the business associated therewith and the United States registration and application therefore; and

WHEREAS, October Acquisition Corporation, a Delaware corporation having its principal offices at 3611 Valley Centre Drive, San Diego, CA 92130 (hereinafter referred to as "Assignor"), is the registered owner of the Marks according to the United States Patent and Trademark Office (hereinafter referred to as the "USPTO"); and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto the Assignee all of Assignor's rights, title and interest, if any, in and to the Marks, together with the good will of the business symbolized by the Marks, and all causes of action for past infringement thereof, and the registration thereof.

OCTOBER ACQUISITION CORPORATION

By: Kathryn Viza
Name: Kathryn Viza
Title: General Counsel

CITY OF SANDIEGO)
) SS:
COUNTY OF SANDIEGO)

On this 11th day of June, 2003, before me appeared Kathryn Viza, the person who signed this instrument, who acknowledged that he signed it on behalf of the identified corporation or other juristic entity with authority to do so.



Denise List
Notary Public

APPENDIX A

MARK	Reg. No./Ser. No.	Issue Date/Filing Date
POWERTRIP	2, 278,371	September 14, 1999
POWERTRIP.COM	75/575,060	October 22, 1998