

02-24-2003



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Form PTO-1594 (Rev. 03/01)

HEET

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/200)

OFFICIAL USE ONLY

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

1. Name of conveying party(ies): **2-19-03**
 Name: Magna Entertainment Corp.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation: Canada
 Other
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name: Andrew M. Stronach
 Internal Address: _____
 Street Address: 14875 Bayview Avenue
 City: Aurora State/Province: Ontario
 Country: Canada Zip: L4G 3A8
 Individual(s) citizenship Canada
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation
 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: May 9, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 76/338,349
 Additional number(s) attached Yes No

B. Trademark Registration No.(s):
 Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Kristen M. Walsh, Esq.
 Internal Address: Nixon Peabody LLP
 Street Address: Clinton Square, P.O. Box 31051
 City: Rochester State: NY Zip: 14603-1051

6. Total number of applications and registrations involved: 1
 7. Total fee (37 CFR 3.41)..... \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 50-1804
 (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 document is a true copy of the original document.

Kristen M. Walsh, Esq.
 Name of Person Signing

Kristen M. Walsh
 Signature

2-10-03
 Date

Total number of pages including cover sheet, attachments, and document: 5

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TRADEMARK
 REEL: 002676 FRAME: 0273

ASSIGNMENT

WHEREAS, **MAGNA ENTERTAINMENT CORP.**, of 337 Magna Drive, Aurora, Ontario, Canada, L4G 7K1, is the owner of record of the United States trademark and application for **HOTWALKERS** filed November 15, 2001 under Serial No. 76/338,349;

AND WHEREAS, **ANDREW M. STRONACH**, of 14875 Bayview Avenue, Aurora, Ontario, Canada, L4G 3A8, is desirous of acquiring the whole right, title and interest for the United States of America in and to said trademark and United States application therefor;

NOW THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, **MAGNA ENTERTAINMENT CORP.** does hereby sell, assign and transfer unto **ANDREW M. STRONACH**, his successors and assigns, the whole right, title and interest for the United States of America in and to said trademark and the application therefor, together with the goodwill of all business connected with the use of and symbolized by said trademark and the application therefor.

EXECUTED at Aurora, Ontario, this 9th day of May, 2002.

MAGNA ENTERTAINMENT CORP.

By: _____

Name: Gary M. Cohn

Title: Vice-President, Special Projects
and Secretary

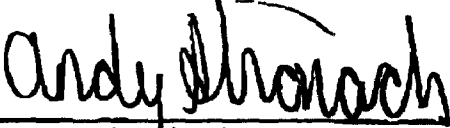
DECLARATION OF ANDREW M. STRONACH

By assignment dated May 9, 2002, Magna Entertainment Corp. ("Magna") assigned to me the whole right, title, and interest in the trademark HOTWALKERS (the "Mark") and the pending United States Trademark Application Serial No. 76/338,349 seeking registration thereof.

I am the successor-in-interest to the portion of Magna's business to which the mark pertains, and declare that such portion of the business is ongoing and existing.

I declare under penalty of perjury of the laws of the United States of America that the foregoing is true and correct.

Executed on: Nov. 25, 2002



Andrew M. Stronach

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:)
)
Andrew M. Stronach)
)
Mark: HOTWALKERS)
)
Serial No.: 76/338,349)
)
Filing Date: November 15, 2001)

Trademark Law Office: 111

BOX RESPONSES, NO FEE
Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

**APPOINTMENT OF ATTORNEY AND APPOINTMENT
OF DOMESTIC REPRESENTATIVE**

The subject application was assigned by Magna Entertainment Corp. to Andrew M. Stronach on May 9, 2002. The assignment will be duly submitted to the Assignment Branch for recordation. In accordance with 37 C.F.R. § 3.85 and TMEP § 502.01, Applicant hereby requests that the Certificate of Registration be issued in the name of the assignee, Andrew M. Stronach.

Applicant, Andrew M. Stronach, revokes all previous powers of attorney and hereby appoints James D. Kole, Kristen M. Walsh, and Heather Mapstone, members of the bar of the State of New York, whose address is Nixon Peabody LLP, Post Office Box 31051, Clinton Square, Rochester, New York 14603, and whose phone number is (585) 263-1000, as its attorneys with full power of substitution and revocation to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith, and to receive the Certificate of Registration. Applicant requests that all correspondence be sent to Kristen M. Walsh at Nixon Peabody LLP, Clinton Square, Post Office Box 31051, Rochester, New York 14603.

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In accordance with 15 U.S.C. § 1051(e) and 37 C.F.R. § 2.24, Applicant hereby designates Kristen M. Walsh, at Nixon Peabody LLP, Clinton Square, Post Office Box 31051, Rochester, New York as its representative upon whom notices or process in proceedings affecting this mark may be served.

Dated: Nov. 23 2002

By: Andy Stronach
Andrew M. Stronach

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