

03-10-2003



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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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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):

SMLXL, INC.

3-5-03

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State (California)
- Other _____

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: NINE DOTS LLC

Internal Address: 112 Windsor Gate

Street Address: _____
City: Lake Success State: NY Zip: 11020

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited Liability Company--NY

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)

B. Trademark Registration No.(s)

2,587,299

Additional number(s) attached Yes No

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

Name: William H. Cox

Internal Address: Janvey, Gordon, Herlands,
Randolph & Cox, LLP

Street Address: 355 Lexington Avenue

City: New York State: New York Zip: 10017

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(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.

William H. Cox
Name of Person Signing

Signature

March 4, 2003
Date

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

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

TRADEMARK
REEL: 002685 FRAME: 0992

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT

ASSIGNMENT made as of February 14, 2003 by SMLXL, Inc., a California corporation, located and doing business at 770 East Ninth Street, Los Angeles, California 90021 ("Assignor"), and Nine Dots LLC, a New York limited liability company, located and doing business at 112 Windsor Gate, Lake Success, New York 11020 ("Assignee").

Recital

WHEREAS, the Assignor has adopted and used in its business and is the present title owner of a trademark, "Miscellaneous Design" (the "Trademark"), which is registered in the United States Patent and Trademark Office under No. 2,587,299, dated July 2, 2002;

WHEREAS, the Assignee is desirous of acquiring the right, title and interest in and to the Trademark "Miscellaneous Design" and to registration No. 2,587,299.

NOW, THEREFORE, for valuable consideration, the receipt of which is hereby acknowledged, the Assignor hereby does sell, assign and transfer unto the Assignee, its successors and assigns all right, title and interest in and to the Trademark and in and to the registration thereof, No. 2,587,299, together with the goodwill of the business in connection with which the Trademark is used and any and all damages and profits and any other remedies for past infringement of the Trademark.

IN WITNESS WHEREOF the Assignor has executed this instrument as of the date first set forth above.

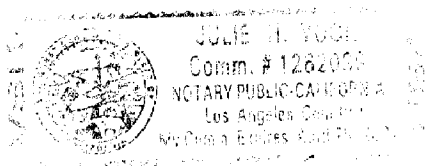
SMLXL, INC.

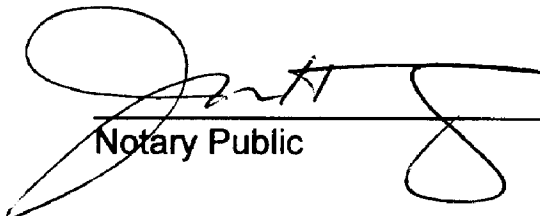
By: 

Peter Kim, President

STATE OF CA)
) ss.:
COUNTY OF L.A.)

On the 14th day of Feb., 2003, before me came Peter Kim, to me known, who, being by me duly sworn, did depose and say that he resides at _____, that he is the President of SMLXL, Inc., the corporation described in and which executed the foregoing Assignment, and that he was duly authorized to sign said instrument on behalf of the corporation.




Notary Public