

Form PTO-1594 (Rev. 10/02) OMB No. 0661-0027 (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):
The Sunshine Group Ltd.

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

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

2. Name and address of receiving party(ies)
Name: **TM Acquisition Corp.**
Internal Address: **Suite 130**
Street Address: **10750 W. Charleston Blvd.**
City: **Las Vegas** State: **NV** Zip: **89135**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Delaware**
 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: **July 16, 2003**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
76/408,231 76/452,912

Additional number(s) attached Yes No

B. Trademark Registration No.(s)
2,683,552

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Kathryn S. Geib**
Internal Address: _____
Cendant Corporation
Street Address: **1 Sylvan Way**
City: **Parsippany** State: **NJ** Zip: **07054**

6. Total number of applications and registrations involved: **3**

7. Total fee (37 CFR 3.41).....\$ **90.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
501286
(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.

Kathryn S. Geib *KO Geib* **July 21, 2003**
Name of Person Signing Signature Date

Post-It® Fax Note 7671 Date **7/25** # of pages **4**

To **Assignment Div.** From **F. Geib**

Co./Dept. **USPTO** Co. **Cendant Corp.**

Phone # _____ Phone # **973-496-5268**

Fax # **703-206-5995** Fax # **973-496-4264**

er sheet, attachments, and document: **4**

required cover sheet information to:
Trademarks, Box Assignments
, D.C. 20231

CH \$90.00 601286 76408231

ASSIGNMENT OF U.S. TRADEMARK RIGHTS

WHEREAS The Sunshine Group Ltd., a Delaware corporation, with its principal place of business at 520 Madison Avenue, New York, New York 10022 (the "Assignor"), is the owner of the service marks and United States Registrations shown on the attached Exhibit A (the "Marks");

WHEREAS TM Acquisition Corp., Inc. a Delaware corporation with its principal place of business at 10750 W. Charleston Blvd., Suite 130, Las Vegas, Nevada 89135 (the "Assignee"), is desirous of acquiring the Marks and the goodwill associated therewith, and is the successor of the Assignor's ongoing and existing business under the Marks;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee, all rights, title and interest in and to the Marks and together with the goodwill appurtenant thereto, including, but not limited to, any right to collect damages for past infringements, effective as of June 26, 2002.

The Sunshine Group Ltd.

By: 

Name: Thomas J. Freeman

Title: Senior Vice President

Dated: 7-16-03

STATE OF New Jersey)
County of Morris) ss.

On this 16th day of July, 2003, before me appeared Thomas J. Freeman
the person who signed this instrument, who, being by me duly sworn, acknowledged that he/she
was the S. Vice President of The Sunshine Group Ltd. (Assignor), and has signed
said instrument with the free and voluntary act and with the authority to act on behalf of said
corporation.

SUBSCRIBED AND SWORN to before me this 16th day of July, 2003
by Dawn Louise Murphy

x Dawn Louise Murphy
Notary Public in the State of NJ
My commission expires: 8/6/2007

EXHIBIT A

<u>Mark:</u>	<u>App./Reg. No.:</u>	<u>App./Reg. Date:</u>
ALL SQUARE FEET ARE NOT CREATED EQUAL	2,683,552	February 4, 2003
THE SUNSHINE GROUP LTD.	76/408,231	May 15, 2002
SUNSHINE GROUP INTERNATIONAL	76/452,912	September 19, 2002