

08-08-2003

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



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

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To the Honorable Commissioner of Patents and Trademarks and original documents or copy thereof.

11-21-02

1. Name of conveying party(ies):

MRA Holdings, LLC

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other Limited liability company

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: November 7, 2002

2. Name and address of receiving party(ies)

Name: Mantra Films, Inc Internal Address:

Street Address: 1601 Cloverfield Blvd Suite 420 South City: Santa Monica State: CA Zip: 90404

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2411851

Additional number(s) attached Yes No

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

Name: Peter Eichler

Internal Address:

Street Address 1901 Ave of the Stars Suite 700

City Los Angeles State: CA Zip: 90067

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.

501796

(Attach duplicate copy of this page if paying by deposit account)

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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.

Peter Eichler Name of Person Signing

Signature

11/20/02 Date

Total number of pages including cover sheet, attachments, and document 7

08/08/2003 DBYRNE 00000073 501796 2411851 Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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UNITED STATES OF AMERICA

ASSIGNMENT

WHEREAS, MRA Holdings, LLC., a company with an address of 8899 Beverly Blvd., Suite 810, Beverly Hills, California, 90048, (the Assignor) has intended to use, has filed for registration, has adopted, has used and/or has registered in the United States the Trademarks set forth on the attached Schedule;

WHEREAS, Mantra Films, Inc., a company with an address of 1601 Cloverfield Blvd., Suite 420 South, Santa Monica, California 90404, (the "Assignee"), is desirous of acquiring said marks; and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said MRA Holdings, LLC., does hereby assign unto Mantra Films, Inc., all right, title and interest in the trademarks, together with the goodwill of the business symbolized by said trademarks.

Signed at Los Angeles, California, this 7th day of November, 2002.

Mantra Films, Inc.

MRA Holdings, LLC.

By *mj Barrett*
(Name) MICHAEL BARRETT
(Title) VP, Finance

By *mj Barrett*
(Name) MICHAEL BARRETT
(Title) VP, Finance

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