

04-09-2003

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents

102413541

...ed original documents or copy thereof.

1. Name of conveying party(ies):

Hartstrings, Inc.

4-3-03

- Individual(s)
- General Partnership
- Corporation
- Other
- Association
- Limited Partnership

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

3. Nature of Conveyance:

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

Execution Date: May 17, 2002

2. Name and address of receiving party(ies):

Hartstrings I, LLC
270 E. Conestoga Road
Strafford, Pennsylvania 19087

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation: _____
- Other: Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & addresses attached? Yes No

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

A. Trademark Application No.(s):

B. Trademark Reg. No.(s): 1,417,505

Additional numbers attached Yes No

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

Stephen J. Meyers, Esq.
Dinker Biddle & Reath LLP
One Logan Square
18th and Cherry Streets
Philadelphia, PA 19103-6996

Attorney Docket No. 179133

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: 50-0573

DO NOT USE THIS SPACE

9. 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.

STEPHEN J. MEYERS

Name of Person Signing

Signature

March 28, 2003

Date

Total number of pages including cover sheet, attachments and document: 2

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

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01 FC: 521

40.00 OP

Commissioner for Trademarks
Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF TRADEMARK

Assignment dated as of May 17, 2002, from Hartstrings, Inc., a Pennsylvania corporation ("Assignor") to Hartstrings I, LLC, a Delaware limited liability company, sucessor to Hartstrings, LLC, a New York limited liability company ("Assignee").

For good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title and interest in the trademark "Kitestrings," registered with the United States Trademark and Patent Office as Registration No. 1,417,505 and all intangibles and goodwill associated with the aforesaid.

Assignor hereby irrevocably constitutes and appoints Assignee the true and lawful agent and attorney-in-fact of Assignor with respect to all matters arising in connection with the trademark assigned hereby, with full power and authority to take any and all steps to execute and deliver for and on behalf of Assignor all such agreements, consents, certificates, receipts and other documents to which the Assignor is a party relating to said trademark, as Assignee may deem advisable. Assignor gives to Assignee full power and authority to act in the premises, including the power and authority to appoint a substitute or substitutes to act hereunder with the same power and authority as Assignee would have if were personally acting. Assignor hereby ratifies and confirms all that Assignee, or any substitute or substitutes thereof, may do by virtue hereof.

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the date first above written.

ASSIGNOR:

Hartstrings, Inc.

Reay Hart Earle
Name:

Title: president

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