

05-19-2003

Docket No.:

03/132



102451186

Tab settings

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

1. Name of conveying party(ies):
R. Josephs Sportswear, Inc.
4-21-03

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

Additional names(s) of conveying party(ies) Yes No

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

Name: R. Josephs Licensing Inc.

Internal Address: _____

Street Address: 4122 Clarinda Drive

City: Tarzana State: CA ZIP: 91356

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 31, 2003

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

A. Trademark Application No. (s)

Additional numbers

B. Trademark Registration No. (s)

1,748,585

Yes No

APR 21 2003

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

Name: Timothy T. Tyson

Internal Address: Freilich, Hornbaker & Rosen

Street Address: 10960 Wilshire Boulevard, Suite 1220

City: Los Angeles State: CA ZIP: 90024

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:

06-1985

05/16/2003 TBI/AZI 00000002 1748585
01 FC:8521 40.00 OP

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.

Timothy T. Tyson Timothy T. Tyson April 18, 2003
Name of Person Signing Signature Date

Timothy T. Tyson
Freilich, Hornbaker & Rosen
10960 Wilshire Boulevard, Suite 1220
Los Angeles, California 90024-3702

TRADEMARK ASSIGNMENT

WHEREAS, R. JOSEPHS SPORTSWEAR, INC., a Pennsylvania corporation, having a place of business at 4122 Clarinda Drive, Tarzana, California 91356, is the owner of the entire right, title and interest in and to United States Trademark Registration No. 1,748,585 for the mark "RACERS" registered January 26, 1993, and the goodwill of the business associated therewith; and

WHEREAS, R. JOSEPHS LICENSING INC., a California corporation having a place of business at 4122 Clarinda Drive, Tarzana, California 91356, desires to acquire all right, title and interest in and to said Trademark Registration No. 1,748,585 and the goodwill of the business associated therewith, and all claims for damages by reason of past infringement thereof with the right to sue and collect the same for its own behalf.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, R. JOSEPHS SPORTSWEAR, INC. has sold, assigned and transferred, and does hereby sell, assign and transfer unto R. JOSEPHS LICENSING INC.:

(a) its entire right, title and interest in and to said Trademark Registration No. 1,748,585;

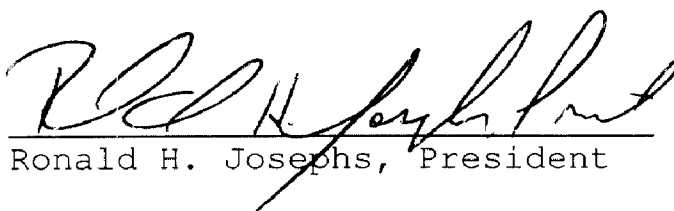
(b) the goodwill of the business associated therewith; and,

(c) all claims for damages by reason of past infringement of said Trademark Registration No. 1,748,585 with the right to sue and collect the same for its own use and behoof, and for the use and behoof of its successors and assigns.

Executed at Tarzana, California, this 31 day of March, 2003.

R. JOSEPHS SPORTSWEAR, INC.

By:


Ronald H. Josephs, President