

OFFICE OF THE COMMISSIONER OF PATENTS AND TRADEMARKS

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FINANCE SECTION REC



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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): Digital Reality Corporation
Individual(s) Association
General Partnership Limited Partnership
Corporation-State New York
Other
Additional name(s) of conveying party(ies) attached? Yes No

5.15.03

2. Name and address of receiving party(ies)
Name: EarthSpace LLC
Internal Address:
Street Address: 362 West Broadway
City: New York State: NY Zip: 10013
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other Limited Liability Corporation
If assignee is not domiciled in the United States, a domestic representative designation is attached? Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: May 9, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 1,454,952
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Brad D. Rose, Esq.
Internal Address:
Street Address: Pryor Cashman Sherman & Flynn
410 Park Ave. 10th Floor
City: New York State: NY Zip: 10022

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:
(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.
Name of Person Signing Signature Date 5/13/03
Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK REEL: 002735 FRAME: 0454

## TRADEMARK ASSIGNMENT

This **TRADEMARK ASSIGNMENT** (this "Assignment") is effective as of the 9th day of May, 2003 ("Effective Date"), from Digital Reality Corporation, a New York corporation, having its principal office at 362 West Broadway, New York, New York 10013 ("Assignor"), to EarthSpace LLC, a New York limited liability company, having its principal office at 362 West Broadway, New York, New York 10013 ("Assignee").

**WHEREAS**, Assignor owns the trademark registration to EARTHSPACE, Registration No. 1,454,952 (the "Trademark"); and

**WHEREAS**, Assignee wishes to acquire from Assignor all of its right, title and interest in, to and under such Trademark.


**NOW, THEREFORE**, for Ten Dollars (\$10.00), the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee, its successors and assigns forever, Assignor's entire right, title and interest in, to the following:

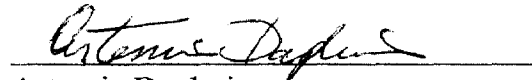
1. The Trademark, together with that part of the goodwill of Assignor's business connected with the use thereof and symbolized thereby and any and all of Assignor's other rights, privileges and priorities provided under United States, state or foreign law with respect to the Trademark, including without limitation Assignor's common-law rights and rights under the laws of unfair competition ("Transferred Rights").
2. Any and all of Assignor's rights to obtain renewal, reissues, and extensions of registrations or other legal protections pertaining to the Transferred Rights.

*[The remainder of this page has been left blank intentionally.]*


IN WITNESS WHEREOF, the parties hereto have executed and acknowledged this Agreement as of the date first above written.

**MEMBERS:**

  
Demetri Daphnis

  
Artemis Daphnis

**MANAGING MEMBER:**

  
Demetri Daphnis

Certificate of Mailing by Express Mail

"Express Mail" mailing label No. ET 547 920305 US

I, Michael Maoz, hereby certify that this correspondence is being deposited as "Express Mail" with the United States Postal Service addressed to: Mail Stop Assignment Recordation Services Director of the United States Patent and Trademark Office, P.O. Box 1450, Alexandria, Virginia 22313-1450 on the date indicated below.

Date of Deposit: 5/14/03

Signed: 