

06-13-2003

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)



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

Tab settings ⇨ ⇨ ⇨ ▼

102472567

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

1. Name of conveying party(ies):

Learning Corporation

6-10-03

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

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

2. Name and address of receiving party(ies)

Name: Townsend Enterprises, Inc.

Internal

Address:

Street Address: 88 Vilcom Circle, Suite 150

City: Chapel Hill State: NC Zip: 27514

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State North Carolina
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 06/03/2003

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,641,091

Additional number(s) attached  Yes  No

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

Name: Susan Freya Olive

Internal Address: Olive & Olive, PA

Post Office Box 2049

Street Address:

City: Durham State: NC Zip: 27702-2049

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:

OFFICE OF POLICED RECORDS  
FINANCE SECTION  
2003 JUN 10 AM 8:59

DO NOT USE THIS SPACE

9. Signature.

Susan Freya Olive

June 9, 2003

Signature

Date

2

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

06/12/2003 09:01 AM 00000174 1042091  
01 FC:0321

40.00  
Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

TRADEMARK ASSIGNMENT

WHEREAS, Learning Corporation, a Florida corporation ( "Grantor"), has adopted, used, and registered the mark set out below:

<u>Mark</u>	<u>Registration No.</u>	<u>Registered</u>
THE BETTER SEX VIDEO SERIES	1,641,091	April 16, 1991

WHEREAS, Townsend Enterprises, Inc., a North Carolina corporation, is desirous of acquiring said marks and any and all registrations thereof and rights related thereto;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Grantor hereby assigns unto the said Townsend Enterprises, Inc., all right, title and interest in and to the said mark, together with the goodwill of the business symbolized by the mark, and the above identified registration thereof.

Date: June 3, 2003

LEARNING CORPORATION

By: [Signature]  
Stephen Kapelow, President

Date: June 3, 2003

STATE OF Wyoming  
COUNTY OF Tetah

On this 3 day of June, 2003, before me personally appeared Stephen Kapelow, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the corporation, and that he was authorized so to sign.

Sally A. Martin  
Notary Public

My commission expires 9-13-06

