

07-01-2003

Form PTO 1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)



HEET

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

102486299

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

1. Name of conveying party(ies):

Body Action Design, Inc.

6-26-03

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

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

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

J.L.H. Entreprises Ltd. dba The American Dream
c/o 105 Whitson Road
Briar Cliff Manor, NY 10510

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - New York
- 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

Dated: June 24, 2003

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)	
1336840	1887218
1498700	2214950

Additional numbers attached? Yes No

FINANCE SECTION
JUN 26 7:15

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

Perla M. Kuhn, Esq.
Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, New York 10004-1482
(212) 837-6550
kuhn@hugheshubbard.com

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41):.....\$115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 08-3264

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.

Name of Person Signing

Perla M. Kuhn
Perla M. Kuhn

June 26, 2003

Date

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

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

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. BOX 1450, Alexandria, VA 22313-1450

CERTIFICATE OF MAILING

Express Mail Certificate No.:

I hereby certify that this correspondence is being deposited with the United States Postal Service in an Express Mail envelope addressed to Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450 on 6/26/03 (Date of Deposit).

Elaine S. Parker

Name
06/30/2003 LMUELLER 00000048 1336840

Signature

June 26, 2003
Date of Signature

01 FC:8521
02 FC:8522

40.00 DP
75.00 DP

TRADEMARK
REEL: 002767 FRAME: 0859

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In the Matter of Trademark Registration:

Registrant : J.L.H. Entreprises, Ltd. dba The American Dream
Trademark : B.A.D. FOR THE GOOD TIMES & Design
Registration No. : 1,336,840
Dated : May 21, 1985

Assistant Commissioner for
Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

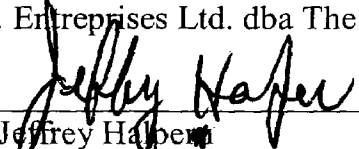
POWER OF ATTORNEY

The undersigned Registrant hereby revokes all previous Powers of Attorney and Appointments of Domestic Representatives made in the above-identified Registration, and hereby appoints PERLA M. KUHN, RONALD ABRAMSON, JAMES B. KOBAK, JR., JULIUS RABINOWITZ, EDWIN C. BULLOCK, PETER A. SULLIVAN, ROBIN E. JACOBSON, KRISTIN B. WHITING and NATASHA N. REED of the law offices of HUGHES HUBBARD & REED LLP, One Battery Park Plaza, New York, NY 10004-1482, as its attorneys herein, with full power of substitution, to transact all business in the Patent and Trademark Office in connection with this registration. The address for service should be directed to Registrant's attorneys at the address given above.

HUGHES HUBBARD & REED LLP, whose postal address is One Battery Park Plaza, New York, New York 10004-1482, United States of America, is hereby designated Registrant's representative upon whom notices of process in proceedings affecting the mark be served.

J.L.H. Entreprises Ltd. dba The American Dream

By: _____


Jeffrey Halpern
President

Dated: 6-24-03

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
ASSIGNMENT

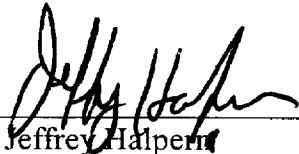
WHEREAS, Body Action Design, Inc., a Delaware corporation, having a place of business at 1407 Broadway, New York, NY 10018, has adopted, used and is using the marks that are the subject of registration in the United States Patent and Trademark Office as follows (the "Marks"):

<u>MARKS</u>	<u>REGISTRATION NOS.</u>	<u>DATED</u>
B.A.D. FOR THE GOOD TIMES & Design	1,336,840	May 21, 1985
	1,498,700	August 2, 1988
B.A.D. (Stylized)	1,887,218	April 4, 1995
BODY ACTION DESIGN (Stylized)	2,214,950	December 29, 1998
NEVER THINNER		

AND, WHEREAS, J.L.H. Entreprises Ltd. dba The American Dream, a corporation organized and existing under the laws of New York, having a place of business at c/o 105 Whitson Road, Briar Cliff Manor, New York 10510, is desirous of acquiring the entire right, title and interest in and to the Marks, applications and registrations and any renewals that may be granted thereon, together with the goodwill of the business symbolized by the Marks, and past common law causes of action;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Body Action Design, Inc., hereby sells, assigns and transfers unto J.L.H. Entreprises, Ltd. dba The American Dream, its successors and assigns, the entire right, title and interest in and to the Marks, applications and registrations and any renewals that may be granted thereon, together with the goodwill of the business symbolized by the Marks and past common law causes of action.

BODY ACTION DESIGN, INC.

By: 

Jeffrey Halpern
President

Dated: 6-24-03

NY asgmt body action design marks

RECORDED: 06/26/2003

TRADEMARK
REEL: 002767 FRAME: 0861