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07-02-2003



Docket No.:

24074-0004

Tab settings

102487151

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Valley Crest

6-3003

- Individual(s)
- General Partnership
- Corporation-State California
- Other

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: 06/23/2003

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

Name: ValleyCrest Companies

Internal Address:

Street Address: 24121 Ventura Blvd.

City: Calabasas State: CA ZIP: 91302

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2365137      2282997

Additional numbers  Yes  No

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

Name: Miriam Claire Beezy

Internal Address:

Street Address: 1900 Avenue of the Stars

Suite 2100

City: Los Angeles State: CA ZIP: 90067

6. Total number of applications and registrations involved:.....

2

7. Total fee (37 CFR 3.41):.....\$ \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1833

FINANCE SECTION  
MAY 10 47

07/01/2003 LMUELLER 00000196 501833 2365137

DO NOT USE THIS SPACE

01 FC:8521 40.00 DA  
02 FC:8522 25.00 DA

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.

Miriam Claire Beezy

Name of Person Signing

*Miriam Claire Beezy*  
Signature

6/25/03  
Date

Total number of pages including cover sheet, attachments, and

2

TRADEMARK

**ASSIGNMENT OF TRADEMARKS**

WHEREAS, Valley Crest, a California corporation with a business address of 24121 Ventura Boulevard, Calabasas, CA 91302, ("ASSIGNOR"), is the Registrant of the following trademarks now registered in the United States Patent and Trademark Office (hereinafter the "Marks"):

<u>Trademark</u>	<u>Registration Number</u>	<u>Date of Registration</u>
NATURAL ENGINEERING	2,365,137	June 4, 2000
VALLEY CREST	2,282,997	October 5, 1999


WHEREAS, ValleyCrest Companies, a California corporation with its principal place of business at 24121 Ventura Boulevard, Calabasas, CA 91302 ("ASSIGNEE") has acquired the Marks.

For valuable and lawful consideration, the receipt and sufficiency of which from ASSIGNEE is hereby acknowledged by ASSIGNOR, ASSIGNOR does hereby assign to ASSIGNEE, its successors and assigns, absolutely and forever, all of its right, title and interest, whether statutory or at common law, in the Marks together with the goodwill of the business symbolized by the Marks throughout the world and all registrations and pending applications therefor, in all countries throughout the world, together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

ASSIGNOR agrees to execute such further papers and do such other acts as may be necessary and proper to vest full title in and to the Marks in ASSIGNEE or which may be necessary to obtain, renew, issue or enforce the Marks.

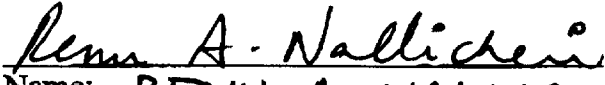
Signed at CALABASAS, California this 23<sup>rd</sup> day of JUNE, 2003

Valley Crest

By: 

Name: WILLIAM N. COHEN  
 Title: V.P.  
 (Assignor)

ValleyCrest Companies

By: 

Name: RENU A. NALLICHERI  
 Title: ASST. COO  
 (Assignee)