

9/12/03

09-22-2003

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

REC OFFICE



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

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

1. Name of conveying party(ies):

FINANCE SECTION

REVAH HOLDINGS, INC.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date:

2. Name and address of receiving party(ies)

Name: J.R. HOLDINGS, INC.

Internal Address:

Street Address: 5715 BICKETT STREET HUNTINGTON PARK City: CA Zip: 90255

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State CALIFORNIA 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

FINANCE SECTION

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

A. Trademark Application No.(s)

SEE ATTACHED EXHIBIT A

B. Trademark Registration No.(s)

SEE ATTACHED EXHIBIT A

Additional number(s) attached Yes No

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

Name: JACOB ABIKZER

Internal Address: REVAH HOLDINGS, INC.

Street Address: 2430 PORTER STREET

City: LOS ANGELES State: CA Zip: 90255

6. Total number of applications and registrations involved: 25

7. Total fee (37 CFR 3.41): \$ 665.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

JACOB ABIKZER

Signature

09/12/03 Date

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 25

09/17/2003 DBYRNE 01 FC:8521 02 FC:8522

40.00 US Mail documents to be recorded with required cover sheet information to: 625.00 OP Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

EXHIBIT A**FLAMEHEAD TRADEMARKS**

	TRADEMARK	CLASS	SERIAL NUMBER / REGISTRATION NUMBER
1	FLAMEHEAD	9 & 25	2.221.316
2	FLAMEHEAD	16	2.279.482
3	FLAMEHEAD	3	78-067272
4	FLAMEHEAD	9	78-067277
5	FLAMEHEAD	12	75-761370
6	FLAMEHEAD	14	75-761369
7	FLAMEHEAD	18	75-761367
8	FLAMEHEAD	24	75-761366
9	FLAMEHEAD	25	78-067283
10	FLAMEHEAD	26	78-067285
11	FLAMEHEAD	28	78-067260
12	FLAMEHEAD	30	75-761374
13	FLAMEHEAD	41	75-761373
14	FLAMEHEAD	41	2.422.927
15	DESIGN	3	78-067271
16	DESIGN	9,16,25	78-116324
17	DESIGN	9	78-067269
18	DESIGN	14	76-042006
19	DESIGN	18	76-042001
20	DESIGN	24	76-042002
21	DESIGN	25	78-164470
22	DESIGN	26	78-164-483
23	DESIGN	28	76-042003
24	DESIGN	30	76-042004
25	DESIGN	41	76-042005

INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

THIS INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT (this "Agreement") dated as of December 31, 2002, is made by REVAH HOLDINGS, INC., a California corporation, having offices at 2430 Porter Street, Los Angeles, CA 90021 ("Assignor"), to J.R. HOLDINGS, INC., a California corporation, having its offices at 5715 Bickett Street, Huntington Park, CA 90058 ("Assignee").

WHEREAS, Assignor is the owner of the patents, patent rights, patent applications, registered trademarks and service marks, trademark rights, trademark applications, service mark rights, service mark applications, trade names, fictitious names, registered copyrights, copyright rights and all intellectual, industrial or proprietary rights and trade secrets, technology and know-how related to Assignor's business referred to herein as the "Flamehead Business" including, but not limited to, the (a) copyrights listed on Exhibit A attached hereto, (b) trademarks listed on Exhibit B attached hereto, and (c) Websites listed on Exhibit C attached hereto (collectively, the "Intellectual Property").

WHEREAS, pursuant to that certain Transfer, Contribution, and Spin-Off Agreement dated as of December 6, 2002, Assignor agreed to transfer all of its rights in and to the Intellectual Property to Assignee.

WHEREAS, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and accepted by Assignor, Assignor does hereby assign, sell, transfer, convey, grant, and deliver to Assignee any and all rights, title, and interest of whatever kind or active in and to the Intellectual Property, throughout the universe, in all languages, and all trademark and copyright interests, and any and all goodwill, right, title, and interest in the Intellectual Property and all adaptations to, new versions of, and derivative works featuring, in any manner and in medium whatsoever, the Intellectual Property and/or additional characters associated with, derived from, conceived or developed in relation to the Intellectual Property, whether now or hereafter in existence, and any and all accrued rights for copyright infringement, trademark infringement, or other infringement and all related causes of action.

Assignor hereby irrevocably appoints Assignee as attorney-in-fact, with full and irrevocable power and authority to do all such acts and things, and to execute, acknowledge, deliver, file, register, and record all such documents, in the name and on behalf of Assignor, as Assignee may deem necessary or proper to accomplish the same, which power and authority shall be deemed coupled with an interest and irrevocable.

Assignee is also hereby empowered to bring, prosecute, defend, and appear in suits, actions, and proceedings of any nature under or concerning all right, title, and interest in and to the Intellectual Property and renewals thereof, or concerning any infringement thereof, or interference with any of the rights hereby granted, in its own name, but at the expense of Assignee, and, at its option.

The parties hereto have executed this Intellectual Property Assignment Agreement as of the date first written above.

ASSIGNOR:

REVAH HOLDINGS, INC.

By: 

Name: Haim Revah

Title: Chief Executive Officer

By: 

Name: Yaakov Revah

Title: President

ASSIGNEE:

J.R. HOLDINGS, INC.

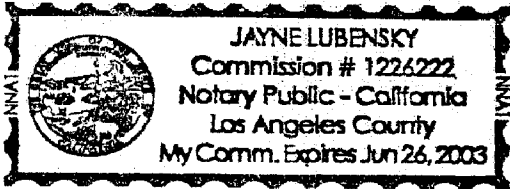
By: 

Name: Yaakov Revah

Title: President

STATE OF CALIFORNIA)
COUNTY OF Los Angeles) ss:

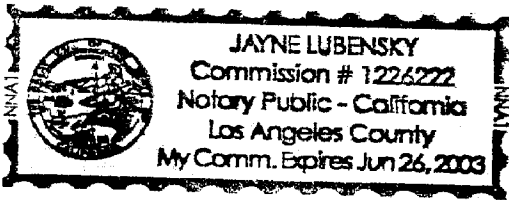
On this 13th day of February, before the undersigned, a Notary Public for the State and County aforesaid, personally appeared Haim Revah known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the above assignment, and acknowledged that he/she executed the same.



Jayne L
Notary Public

STATE OF CALIFORNIA)
COUNTY OF Los Angeles) ss:

On this 12th day of February, before the undersigned, a Notary Public for the State and County aforesaid, personally appeared Yaakov Revah known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the above assignment, and acknowledged that he/she executed the same.



Jayne L
Notary Public

EXHIBIT A

FLAMEHEAD COPYRIGHTS

FLAMEHEAD COPYRIGHT STATUS REPORT
SECTION 1 - CHARACTERS

CHARACTER NAME	PUB DATE	APP DATE	DATE MAILED	CHECK #	Ⓢ #	Year Created
Baby Delbert	7/1/97	12/1/97	12/5/97	17508	VA 891-172	1997
B-Boy	10/10/97	6/14/99			VA 965-837	1997
Betty	6/12/97	12/1/97	12/5/97	17508	VA 891-171	1997
Betty 2	6/12/97	8/14/98	8/14/98	24707	PENDING	1998
Chop Sue					PENDING	
Commando	10/18/97	6/14/99			VA 965-841	1997
Donna	10/10/97	6/14/99			VA 965-838	1997
Flamehead	2/18/97	4/7/97	4/8/97	12549	VA 843-813	1997
Flash	10/15/97	12/1/97	12/5/97	17508	VA 891-168	1997
Frankenflame	7/18/97	12/1/97	12/5/97	17508	VA 891-177	1997
Frankenflame (revised)	9/10/97	6/14/99			VA 965-747	1997
Grom	9/3/97	12/1/97	12/5/97	17508	VA 891-169	1997
Grom (revised)	9/10/97	6/14/99			VA 965-839	1997
Hollie	10/10/97	6/14/99			VA 965-766	1997
Ice	1/29/98	6/14/99			VA 965-743	1997
Karma		8/14/98	8/14/98	24707	Vau 397-108	1998
King	10/21/97	12/1/97	12/5/97	17508	VA 891-170	1997
King (revised)	11/10/97	6/14/99			VA 965-836	1997
Lita	10/10/97	6/14/99			VA 965-746	1997
Mags 2		8/14/98	8/14/98	24707	VA 397-110	1998
Mags Girl T-6	5/5/97	7/28/97	8/1/97	14964	VA 864-645	1997
Midge		8/14/98	8/14/98	24707	Vau 397-107	1998
Monty	6/24/97	12/1/97	12/5/97	17508	VA 891-167	1997
Mr. Paltukit	6/16/97	12/1/97	12/5/97	17508	VA 891-166	1997
Mysty		8/14/98	8/14/98	24707	Vau 397-105	1998
Norman	6/15/97	12/1/97	12/5/97	17508	VA 891-163	1997
Norman (revised)	10/27/99	12/6/99			VA 1-011-446	1999
Pierre & Margoux	6/23/97	12/1/97	12/5/97	17508	VA 891-164	1997
Pomp	9/4/97	12/1/97	12/5/97	17508	VA 891-165	1997

CHARACTER NAME	PUB DATE	APP DATE	DATE MAILED	CHECK #	Year Created
Pomp (revised)	9/10/97	6/14/99		VA965-835	1997
Skie				PENDING	
Spindy	10/10/97	6/14/99		VA 965-745	1997
The Chunk	9/4/97	12/1/97	12/5/97	VA 891-162	1997
Chunk (revised)	9/10/97	6/14/99		VA 992-373	1997
Trixie				PENDING	
Trixy		8/14/98	8/14/98	24707	1998
Wolfgang	7/18/97	12/1/97	12/5/97	17508	1997
Wolfgang (revised)	4/10/98	6/14/99		VA 965-834	1997
Woody	6/10/97	12/1/97	12/5/97	17508	1997
SECTION 2 - TRADING CARDS					
FLAMEHEAD AND FRIENDS TRADING CARD SERIES					
Flamehead and Friends Trading Cards					
ISSUE	PUB DATE	APP DATE	DATE MAILED	CHECK #	Year Created
Card #1	1/19/98	2/11/98	2/11/98	18991	1997
Card #2	1/19/98	2/11/98	2/11/98	18991	1997
Card #3	1/19/98	2/11/98	2/11/98	18991	1997
Card #4	1/19/98	2/11/98	2/11/98	18991	1997
Card #5	1/19/98	2/11/98	2/11/98	18991	1997
Card #6	1/19/98	2/11/98	2/11/98	18991	1997
Card #7	1/19/98	2/11/98	2/11/98	18991	1997
Card #8	1/19/98	2/11/98	2/11/98	18991	1997
Card #9	1/19/98	2/11/98	2/11/98	18991	1997
Card #10	1/19/98	2/11/98	2/11/98	18991	1997
Card #11	1/19/98	2/11/98	2/11/98	18991	1997
Card #12	1/19/98	2/11/98	2/11/98	18991	1997
Card #13	1/19/98	2/11/98	2/11/98	18991	1997

1997
2/1/00/03
updated

CHARACTER NAME	PUB DATE	APP DATE	DATE MAILED	CHECK #	Ⓞ #	Year Created
Card #14	1/19/98	2/11/98	2/11/98	18991	VA 907-084	1997
Card #15	1/19/98	2/11/98	2/11/98	18991	VA 907-083	1997
Card #16	1/19/98	2/11/98	2/11/98	18991	VA 907-082	1997
Card #17	1/19/98	2/11/98	2/11/98	18991	VA 907-071	1997
Card #18	1/19/98	2/11/98	2/11/98	18991	VA 907-070	1997
Card #19	1/19/98	2/11/98	2/11/98	18991	VA 907-081	1997
Card #20	1/19/98	2/11/98	2/11/98	18991	VA 907-080	1997
Card #21	1/19/98	2/11/98	2/11/98	18991	VA 907-079	1997
Card #22	1/19/98	2/11/98	2/11/98	18991	VA 907-078	1997
Card #23	1/19/98	2/11/98	2/11/98	18991	VA 907-077	1997
Card #24	1/19/98	2/11/98	2/11/98	18991	VA 907-076	1997
Card #25	1/19/98	2/11/98	2/11/98	18991	VA 907-075	1997
Card #26	1/19/98	2/11/98	2/11/98	18991	VA 907-074	1997
Card #27	1/19/98	2/11/98	2/11/98	18991	VA 907-073	1997
Card #28	1/19/98	2/11/98	2/11/98	18991	VA 907-072	1997
Card #29	1/19/98	2/11/98	2/11/98	18991	VA 907-069	1997
Card #30	1/19/98	2/11/98	2/11/98	18991	VA 909-187	1997
Card #31	1/19/98	2/11/98	2/11/98	18991	VA 907-068	1997

SECTION 3 - COMIC BOOKS

FLAMEHEAD AND FRIENDS COMIC BOOK SERIES

ISSUE	PUB DATE	APP DATE	DATE MAILED	CHECK #	Ⓞ #	Year Created
Issue #1	1/19/98	1/26/98	1/27/98	18588	VA929-291	1997
Issue #2	1/19/98	1/26/98	1/27/98	18588	VA929-292	1997
Issue #3	1/19/98	1/26/98	1/27/98	18588	VA929-294	1997
Issue #4	1/19/98	1/26/98	1/27/98	18588	VA929-293	1997
THE TRUE ADVENTURES OF FLAMEHEAD						

updated: 2/10/03

CHARACTER NAME	PUB DATE	APP DATE	DATE MAILED	CHECK #	Year Created
ISSUE	PUB DATE	APP DATE	DATE MAILED	CHECK #	Year Created
#0 Special Edition	JUN 1, 98	7/9/98	7/14/98	22552	1998
Edition #1					

EXHIBIT B

FLAMEHEAD TRADEMARKS

FLAMEHEAD - USA

Country	Class	File Date	Application/ Serial	Pub Date	Registr'n Date	Registration Number	Req'd Use	Abandonment	Renewal Date/Peri	Reg. Fees
USA - FLAMEHEAD	9 & 25	7/17/97	75/326,102	1/10/98	2/2/99	2,221,316	Yes	6 Years	1/30/09	
Notes: Class 9 - First Use - 6/10/97 - file needs invoices reflecting date Class 25 - First Use - 6/30/97 - file needs invoices reflecting date 7/2/98 - Sent spec of goods to AW of PSP to respond to PTO Office Action by 8/98 7/16/98 - Office Action - specification of goods est. - 9 (comic books and cartoon images downloadable from a wide area or global computer network) 16 (printed matter, namely, cartoon strips and comic books) & 25 (T-Shirts & hat) 3/8/99 - rec'd Certificate of Registration of Reg No. 2,221,316 Mark Registered										
USA - FLAMEHEAD	16	10/6/98	75/565023	6/29/99	9/21/99	2,279,482	Yes	9/21/05	9/21/09	
Section 8 affidavit of Use must be filed between 9/21/04-9/21/05 Notes: Class 16 - First Use In Commerce - September 17, 1998 - Need specimens and physical invoice for file 10/6/98 - filed application w/PTO 10/1/99 - Rec'd Certificate of Registration Mark Registered										
USA - FLAMEHEAD	3	6/4/01	78/067272	10/23/01						\$325.00
Section 8 affidavit of Use must be filed between 9/21/04-9/21/05 Notes: 6/4/01 - Filed ITU application on-line via TEAS 8/20/01 - TC w/ Lana Pham - need to amend goods 8/20/01 - Approved amendment- Lana Pham will confirm with letter 8/23/01 - Examiner's Amendment issued to reflect amended goods Publication Date: October 23, 2001 1/15/02 - NOTICE OF ALLOWANCE issued by PTO Must file Statement of Use or 1st Extension Request by July 15, 2002 5/6/02 - Mailed Recordation of Assignment to PTO-assigned to Revah Holdings, Inc. 7/10/02 - filed 1st Ext'n Request on-line via TEAS Must file Statement of Use or 2nd Extension Request by January 15, 2003										
USA - FLAMEHEAD	9	6/4/01	78/067277	10/1/02						\$325.00
Goods: Electronic and scientific apparatus, namely CDs, video and audio cassettes, videotapes, video games, computer game programs, computer programs downloaded from a global computer network, namely comic books and cartoon images, mouse pads, bicycle helmets, camera cases, CD storage wallets, audio and video cassettes, videotapes, video games, CD-ROM, music recordings, and sunglasses Notes: 06/04/01 - Filed ITU application on-line via TEAS 08/27/01 - OA issued: amend goods and claim ownership of prior registrations MUST RESPOND TO OA BY FEBRUARY 27, 2002 02/27/02 - Sent Response to OA via US Express Mail #EU216536980US NEED TO SUBMIT CLAIM OF OWNERSHIP OF PRIOR REGISTRATIONS 04/29/02 - AMENDED application issued by EA re: claim of prior registrations 05/06/02 - Mailed Recordation of Assignment to PTO-assigned to Revah Holdings, Inc. 09/11/02 - Notice of Publication issued by PTO; mark to be published 10/01/02										
USA - FLAMEHEAD	12 (ITU)	7/26/99	75/761370	2/1/00						
Goods: bicycles and bicycle accessories, namely bicycle saddle covers, bicycle seats and bicycle racks for vehicles. Notes: 7/26/99 - sent appl. to USPTO										

Flamehead Trademarks

Country	Class	File Date	Application/ Serial	Pub. Date	Registr'n Date	Registration Number	Req'd Use	Abandon ment	Renewal Date/Peri	Reg. Fees
		10/9/99								
		11/2/99								
		3/24/00								
		9/19/00								
		03/19/01								
		04/18/2001								
		09/17/01								
		03/11/02								
		03/22/02								
		09/05/02								
		09/19/02								
USA - FLAMEHEAD	14 (ITU)	7/26/99	75/761369	10/24/00						
I.D. of Goods:	Jewelry, namely costume jewelry, jewelry pins for use on hats, watches cases, watch chains, watch straps, watches containing a game function and clocks									
Notes:	7/26/99 - sent appl. to USPTO									
	1/7/00 - rec'd OA re likelihood of confusion and indefinite ID of goods									
	2/9/00 - Lydia spoke w/ Examiner, she will issue EA re claim of ownership and delete "jewelry boxes not made of wood" from goods spec.									
	MUST RESPOND TO OFFICE ACTION BY 7/6/00									
	5/12/00 - sent response to Office Action regarding ownership claim									
	6/28/00 - rec'd EA									
	9/22/00 - Notice of Publication issued, mark will be published on 10/24/00									
	1/16/01 - Notice of Allowance Issued									
	MUST FILE STATEMENT OF USE BY July 16, 2001 or 1st Extension Request									
	7/14/01 - Filed 1st Extension Request on-line via TEAS									
	7/20/01 - Notice of APPROVAL of Extension Request from PTO									
	MUST FILE STATEMENT OF USE OR 2nd EXTENSION REQUEST BY JAN 16, 2002									
	1/16/02 - Filed 2nd Extension Request on-line via TEAS									
	2/5/02 - Notice of APPROVAL of Extension Request from PTO									
	MUST FILE STATEMENT OF USE OR 3rd EXTENSION REQUEST BY July 16, 2002									
	7/10/02 - Filed 3rd Extension Request on-line via TEAS									
	7/17/02 - Notice of APPROVAL of Extension Request from PTO									
	MUST FILE STATEMENT OF USE OR 4TH EXTENSION REQUEST BY JANUARY 16, 2003									
USA - FLAMEHEAD	16 (ITU)	7/26/99	75/761368	3/28/00						
I.D. of Goods:	Paper & Stationary goods, namely drawing rulers, pens, pencils, pencil cases, pen/pencil trays, wrap paper, napkins, ribbons, liners, party decorations, tissue, paper towels, gift cards, note paper, stationary writing paper, plastic placemats, paper/plastic bags, stationary, baskets, playing cards, activity books, color books and photo albums									
Notes:	07/26/99 - sent appl to USPTO									
	01/03/00 - rec'd EA re specification of goods: claim of ownership of prior regist									
	06/20/00 - NOA issued									
	MUST FILE S/U OR REQUEST FOR EXTN TO FILE S/U BY 12/19/00									
	04/24/01 - Notice of Abandonment issued by PTO									

Country	Class	File Date	Application/ Serial	Pub. Date	Regist'n Date	Registration Number	Req'd Use	Abandonment	Renewal Date/Peri	Reg. Fees
USA - FLAMEHEAD	18 (ITU)	7/26/99	75/761367	10/24/00						
<p>Notes: 7/26/99 - sent appl. to USPTO</p> <p>1/7/00 - Rec'd OA re likelihood of confusion & indelinate ID of goods</p> <p>MUST RESPOND TO OFFICE ACTION BY 7/6/00</p> <p>2/9/00 - Lydia spoke w/ Examiner, she will issue EA to state ownership is of affiliated co., and will amend spec. of goods</p> <p>5/12/00 - sent response to Office Action regarding ownership claim</p> <p>6/28/00 - rec'd EA</p> <p>9/22/00 - Notice of Publication issued, mark will be published on 10/24/00</p> <p>1/16/01 - Notice of Allowance Issued</p> <p>MUST FILE STATEMENT OF USE BY JULY 16, 2001 or 1st Extension Request</p> <p>7/11/01 - Filed 1st Extension Request on-line via TEAS</p> <p>7/20/01 - Notice of APPROVAL of Extension Request from PTO</p> <p>MUST FILE STATEMENT OF USE OR 2nd EXTENSION REQUEST BY JAN. 16, 2002</p> <p>1/16/02 - Filed 2nd Extension Request on-line via TEAS</p> <p>2/5/02 - Notice of APPROVAL of Extension Request from PTO</p> <p>MUST FILE STATEMENT OF USE OR 3rd EXTENSION REQUEST BY JULY 16, 2002</p> <p>7/10/02 - Filed 3rd Extension Request on-line via TEAS</p> <p>7/17/02 - Notice of APPROVAL of Extension Request from PTO</p> <p>MUST FILE STATEMENT OF USE OR 4TH EXTENSION REQUEST BY JANUARY 16, 2003</p>										
USA - FLAMEHEAD	24 (ITU)	7/26/99	75/761366	12/11/01						
<p>Notes: 7/26/99 - sent appl. to USPTO</p> <p>10/9/99 - Filing Receipt issued for class 24, fabrics, namely bed linens, bed blankets, hand and bath towels, bath mats and shower curtains</p> <p>1/7/00 - rec'd OA, likelihood of confusion w/ Reg. 2221316; must submit claim of ownership</p> <p>MUST RESPOND TO OFFICE ACTION BY 7/6/00</p> <p>5/12/00 - sent response to Office Action regarding ownership claim</p> <p>6/28/00 - rec'd EA</p> <p>11/21/01 - Notice of Publication issued, mark to be published December 11, 2001</p> <p>3/5/02 - Notice of Allowance Issued by PTO</p> <p>MUST FILE STATEMENT OF USE OR 1ST EXTENSION REQUEST BY SEPTEMBER 5, 2002</p> <p>09/05/02 - Filed 1st Extension Request on-line via TEAS</p> <p>09/17/02 - Notice of APPROVAL of Extension Request from PTO</p> <p>MUST FILE STATEMENT OF USE OR 2nd EXTENSION REQUEST BY March 5, 2003</p>										
USA - FLAMEHEAD	25	6/4/01	78/067283	1/22/02						\$325.00
<p>Notes: 6/4/01 - Filed ITU application on-line via TEAS</p> <p>8/20/01 - TC w/ Examiner Steven Birk; must claim ownership as to its prior registrations</p> <p>8/20/01 - Faxed ltr for claim of ownership</p> <p>9/13/01 - Examiner's Amendment issued for claim of ownership</p>										
<p>Goods: Clothing namely, dresses, athletic wear namely, jogging suits and sweatshirts, pants, jeans, overalls, stacks, shirts, tops, shorts, skirts, sweaters, sweat shirts, sweat pants, sweat shorts, coats, parkas, caps, hats, belts, boxer shorts, underwear, shoes, footwear, bathing suits, bathing trunks, swim wear, swim suits, beachwear, beach coverups, gloves, pajamas, sleepwear, robes, bathrobes, ski wear, ski suits, snow pants, snowboard boots, snowboard gloves, socks, hosiery, rain wear, rain coats, rain jackets, rain suits, and rain boots</p>										

Country Class File Date Application/ Pub. Date Registr'n Date Registration Number Req'd Use Abandonment Renewal Date/Peri Reg. Fees

2/2/02 - Notice of Publication issued by PTO-mark will be published for opposition on Jan. 22, 2002
 4/16/02 - Notice of Allowance issued by PTO
 MUST FILE STATEMENT OF USE OR 1ST EXTENSION REQUEST BY OCTOBER 16, 2002

USA - FLAMEHEAD	26	6/4/01	78/067285	1/29/02								\$325.00
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Goods: Hair ornaments, hair barrettes, hair pins, hair ribbons, hair bows, hair buckles, hair clips, hair scrunchies, and shoe laces.

Notes: 6/4/01 - Filed ITU application on-line via TEAS

8/20/01 - TC w/ Examiner Steven Birk: must claim ownership as to its prior registrations
 8/20/01 - Faxed ltr for claim of ownership
 9/13/01 - Examiner's Amendment issued for claim of ownership

1/9/02 - Notice of Publication issued by PTO-mark published on Jan. 29, 2002

4/23/02 - Notice of Allowance issued by PTO

Must file Statement of Use or 1st Extension Request by October 23, 2002

USA - FLAMEHEAD	28 (ITU)	7/26/99	75/761,365	5/16/00								
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Goods: Toys, namely skateboards, boogie boards, surfboards, swimming pool toys, balloons, bean bags, X'mas tree ornaments, hand-held electronic toys, board games, footballs, soccer balls, and jigsaw puzzles

Notes: 7/26/99 - sent appl. to USPTO

1/18/99 - recd OA to amend classification of goods; must submit claim of ownership of Flamehead Reg. 2279482
 MUST RESPOND TO OFFICE ACTION BY 5/17/00

2/9/00 - Lydia spoke w/ Examiner; she will amend to remove "toy chests" and specify description of balls

3/2/00 - recd notice of Examiner's amendment; identification of goods has been amended

8/8/00 - NOA issued by PTO

Must file Statement of Use by 2/8/01

2/8/01 - Filed 1st Extension to submit Statement of Use (on-line).

3/10/2001 - Notice of Approval of Extension Request issued

MUST FILE STMT OF USE OR 2nd REQUEST FOR EXTN BY 8/8/2001

8/6/01 - filed 2nd Extension Request to File Statement of Use "on-line" via TEAS

8/16/2001 - Notice of approval of Extension Request issued

MUST FILE STMT OF USE OR 3rd REQUEST FOR EXTN BY 2/8/2002

2/8/02 - filed 3rd Extension Request to File Statement of Use "on-line" via TEAS

2/28/02 - Notice of approval of Extension Request issued

MUST FILE STMT OF USE OR 4th REQUEST FOR EXTN BY AUGUST 8, 2002

09/09/02 - OK TO ABANDON... FILED NEW APPL. NO. 78067260, CLASS 28

USA - FLAMEHEAD	28	6/4/01	78/067260	8/13/02								\$325.00
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Goods: Toys, namely skate boards, surf boards, snow boards, snow skis, in-line skates, roller skates, swimming pool toys, namely beach balls, balloons, bean bags, Christmas tree ornaments, hand held units for playing electronic games, board games, footballs, soccer balls, other toy balls, namely baseballs, golf balls, tennis balls, table tennis balls, racket balls, bowling balls, billiard balls, field hockey balls, hand balls, rubber action balls, volley balls, puzzles, namely jigsaw puzzles and cube puzzles, stuffed toy figures and action figures.

Notes: 06/04/01 - Filed ITU application on-line via TEAS

08/28/01 - OA ISSUED: AMEND GOODS

Must respond to OA by February 28, 2002

02/27/02 - Sent response to OA via Express Mail#EU216536980US

07/24/02 - Notice of Publication issued by PTO (mark will be published 08/13/02)

USA - FLAMEHEAD	30 (ITU)	7/26/99	75/761374	2/22/00								
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Goods: Staple foods, namely candy, chocolate, mints and processed popcorn

Notes: 1st Date of Use

1st Used in Commerce

7/26/99 - sent appl. to USPTO

Flamehead Trademarks

Country	Class	File Date	Application/ Serial	Pub. Date	Regist'n Date	Registration Number	Req'd Use	Abandor. ment	Renewal Date/Peri	Reg. Fees
			11/18/99 - rec'd EA - Identification of goods amended							
		11/16/00	5/16/00 - Notice of Allowance issued							
		5/16/01	MUST FILE STMT OF USE OR REQUEST FOR EXT'N BY 11/15/00							
		11/16/01	11/15/00 - filed 1st Extension Request to File Statement of Use "on-line" via TEAS							
		5/16/02	11/15/00 - received confirmation that Request was received							
		11/16/02	1/19/01 - Rec'd ltr from PTO re: Ext'n for S/U							

Country	Class	File Date	Application/ Serial	Pub. Date	Regist'n Date	Registration Number	Req'd Use	Abandonment	Renewal Date/Peri	Reg. Fees			
USA - FLAMEHEAD	Goods: entertainment in the nature of animated cartoon	Notes: 7/26/99 - sent appl. to USPTO 10/9/99 - Filing Receipt issued for class 41: entertainment in the nature of animated cartoon series and music recordings 5/12/00 - sent response to Office Action regarding ownership claim 6/28/00 - rec'd EA 9/22/00 - Notice of Publication issued, mark will be published on 10/24/00 1/16/01 - Notice of Allowance Issued MUST FILE STATEMENT OF USE by July 16, 2001 or 1st Extension Request 7/16/01 - Filed 1st Extension Request on-line via TEAS 7/20/01 - Notice of APPROVAL of Extension Request issued by PTO MUST FILE STATEMENT OF USE OR 2nd EXTENSION REQUEST BY JAN. 16, 2002 2/5/02 - Filed 2nd Extension Request on-line via TEAS 2/5/02 - Notice of APPROVAL of Extension Request issued by PTO MUST FILE STATEMENT OF USE OR 3rd EXTENSION REQUEST BY JULY 16, 2002 7/16/02 - Filed 3rd Extension Request on-line via TEAS 7/17/02 - Notice of APPROVAL of Extension Request issued by PTO MUST FILE STATEMENT OF USE OR 4th EXTENSION REQUEST BY JANUARY 16, 2003	41 (ITU)	7/26/99	75/761373	10/24/00							
			41 (based on use)	7/26/99	75/761372	10/3/100	1/23/01	2,422,927	Yes	6 Years	1/23/11		
			Notes: 1st Use: July 10, 1997										
			1st Use in Commerce: July 10, 1997										
			7/26/99 - sent appl. to USPTO										
			10/9/99 - Filing Receipt issued for class 41: entertainment in the nature of providing on-line animation on the world-wide web										
			1/20/00 - OA issued re likelihood of confusion										
			2/9/00 - Lydia spoke w/ Examiner: She will issue EA to overcome likelihood of confusion and if possible state date of first use which was omitted in application, otherwise, DUE DATE TO RESPOND IS 6/20/00										
			5/12/00 - sent response to Office Action regarding ownership claim										
			6/28/00 - rec'd EA										
			9/29/00 - Notice of Publication issued by PTO										
			Mark Registered										
Section 8 affidavit of Use must be filed between 1/23/06 to 1/23/07													
USA - Design of FLAMEHEAD	3 (ITU)	6/4/01	78/067271	7/9/02						\$325.00			
Goods:	Cosmetics and cl Cosmetics and cleaning preparations, hair car products, perfume, soaps for the hands, face and body, body lotions, and bubble baths and bubble baths												

Country	Class	File Date	Application/ Serial	Pub. Date	Registr'n Date	Registration Number	Req'd Use	Abandon ment	Renewal Date/Peri	Reg. Fees
			Notes: 06/4/01 - Filed TM Application on-line via TEAS 08/20/01 - TC w/ Examiner: must amend goods and submit new drawing Must respond to OA by February 23, 2002 02/27/02 - Sent Response to OA (#EU216528422US)*new drawing & amended goods 05/6/02 - Mailed Recordation of Assignment to PTO-assigned to REVAH HOLDINGS, Inc. 06/16/02 - Notice of Publication issued by PTO: mark will be published on JULY 9, 2002 10/1/02 - Notice of Allowance issued by PTO MUST FILE STATEMENT OF USE or 1st Extension Request by April 1, 2003							
USA - Design of FLAMEHEAD	9	6/4/01	78/067269	7/16/02						\$325.00
Goods:	Electronic and scientific apparatus, namely CDs, video and audio cassettes, videotapes, video games, computer game programs, computer programs downloaded from a global computer network, namely comic books and cartoon images, mouse pads, bicycle helmets, camera cases, CD storage wallets, audio and video cassettes, videotapes, video games, CD-ROM, music recordings, and sunglasses.									
	Notes: 6/4/01 - Filed TM Application on-line via TEAS 8/27/01 - OA issued: amend goods and submit new drawing Must respond to OA by February 27, 2002 2/27/02 - Mailed Response to OA via Express Mail #EU216536980US 5/6/02 - Mailed Recordation of Assignment to PTO-assigned to REVAH HOLDINGS, Inc. 6/26/02 - Notice of Publication issued by PTO: mark to be published July 16, 2002 10/08/02 - Notice of Allowance issued by PTO MUST FILE STMT OF USE OR 1st EXTENSION REQUEST BY APRIL 8, 2003									
USA - Design of FLAMEHEAD	14 (TTU)	5/8/00	76/042006	3/5/02						
Goods:	jewelry, namely costume jewelry, jewelry boxes not made of metal, jewelry pins, watch cases, watch straps, watches containing a game function and clocks									
	Notes: 5/5/00 - sent ITU application to PTO 11/1/00 - OA requesting that we amend "goods" . If not metal boxes then we need to be in class 20 MUST RESPOND TO OA BY MAY 20, 2001 5/16/01 - Mailed Response to Office Action 2/13/02 - Notice of Publication issued by PTO: mark will be published on 3/5/2002 5/28/02 - Notice of Allowance issued by PTO MUST FILE STMT OF USE OR 1st EXTENSION REQUEST BY NOVEMBER 28, 2002 5/6/02 - Mailed Recordation of Assignment to PTO-assigned to REVAH HOLDINGS, Inc.									
USA - Design of FLAMEHEAD	18 (TTU)	5/8/00	76/042001							
Goods:	Purses and bags, namely change purses, coin purses, all purpose athletic bags, duffel bags, beach bags, book bags, leather bags, tote bags, back packs, fanny backs, key cases and wallets									
	Notes: 05/05/00 - sent ITU application to PTO 03/13/01 - Notice of Allowance Issued by PTO MUST FILE STMT OF USE OR 1st EXTENSION REQUEST BY SEPTEMBER 13, 2001 09/12/01 - filed 1st Extension request on line via TEAS 09/18/01 - Notice of Approval of Extension Request issued by PTO									

Country	Class	File Date	Application/ Serial	Pub. Date	Regist'n Date	Registration Number	Req'd Use	Abandon ment	Renewal Date/Peri	Reg. Fees
			MUST FILE STMT OF USE OR 2nd EXTENSION REQUEST BY March 13, 2002 03/11/02 - Filed 2nd Extension request on line via TEAS 03/23/02 - Notice of Approval of Extension Request issued by PTO MUST FILE STMT OF USE OR 3rd EXTENSION REQUEST BY September 13, 2002 5/6/02 - Mailed Recordation of Assignment to PTO-assigned to REVAH HOLDINGS, Inc. 09/06/02 - Filed 3rd Extension request on line via TEAS 10/05/02 - Notice of Approval of Extension Request issued by PTO MUST FILE STMT OF USE OR 4th EXTENSION REQUEST BY March 13, 2003							
USA	Design of FLAMEHEAD	24 (ITU)	5/8/00	76/042002	12/19/00					
	Goods:	fabrics, namely bed linens, bed blankets, hand and bath towels, bath mats and shower curtains Notes: 05/05/00 - sent ITU application to PTO 11/17/00 - Notice of Publication issued by PTO 3/13/01 - Notice of Allowance issued by PTO MUST FILE STMT OF USE OR 1st EXTENSION REQUEST BY SEPTEMBER 13, 2001 9/12/01 - filed 1st Extension request on line via TEAS 9/18/01 - Notice of Approval of Extension Request issued by PTO MUST FILE STMT OF USE OR 2nd EXTENSION REQUEST BY March 13, 2002 3/11/02 - Filed 2nd Extension request on line via TEAS 3/23/02 - Notice of Approval of Extension Request issued by PTO MUST FILE STMT OF USE OR 3rd EXTENSION REQUEST BY September 13, 2002 5/6/02 - Mailed Recordation of Assignment to PTO-assigned to REVAH HOLDINGS, Inc. 09/05/02 - Filed 3rd Extension request on line via TEAS 09/17/02 - Notice of Approval of Extension Request issued by PTO MUST FILE STMT OF USE OR 4th EXTENSION REQUEST BY March 13, 2003								
USA	Design of FLAMEHEAD	25	78,164,470							\$325.00
	Goods:	Clothing namely, dresses, athletic wear namely, jogging suits and sweatshirts, pants, jeans, overalls, slacks, shirts, tops, shorts, skirts, sweaters, sweat shirts, sweat pants, sweat shorts, coats, parkas, caps, hats, belts, boxer shorts, underwear, shoes, footwear, bathing suits, bathing trunks, swim wear, swim suits, beachwear, beach coverups, gloves, pajamas, sleepwear, robes, bathrobes, ski wear, ski suits, snow pants, snowboard boots, snowboard gloves, socks, hosiery, rain wear, rain coats, rain jackets, rain suits, and rain boots. Notes: 09/16/02 - Filed TM Application on-line via TEAS by Revah Holdings, Inc.								
USA	Design of FLAMEHEAD	26	78,164,483							\$325.00
	Goods:	Hair ornaments, hair barrettes, hair pins, hair ribbons, hair bows, hair buckles, hair clips, hair scrunchies, and shoe laces. Notes: 09/16/02 - Filed TM Application on-line via TEAS, by Revah Holdings.								
USA	Design of FLAMEHEAD	28 (ITU)	5/8/00	76/042003	3/26/02					
	Goods:	toys, namely skate boards, surfboards, swimming pool toys, balloons, bean bags, christmas tree ornaments, hand held electronic games, toy chests, board games, footballs, basket balls, soccer balls, other toy balls, puzzles, stuffed figurines and action figures								

Country	Class	File Date	Application/ Serial	Pub. Date	Regist'n Date	Registration Number	Req'd Use	Abandon ment	Renewal Date/Peri	Reg. Fees										
USA - Design of FLAMEHEAD	30 (ITU)	5/8/00	76/042004	5/1/01																
											Notes: 5/5/00 - sent ITU application to PTO									
											1/1/01 - OA issued by PTO									
											MUST RESPOND TO OA BY JULY 11, 2001									
											7/1/01 - sent in Response to Office Action (#EJ194224807US)									
											3/6/02 - Notice of Publication issued from PTO: mark will be published on March 26, 2002									
											5/6/02 - Mailed Recordation of Assignment to PTO-assigned to REVAH HOLDINGS, Inc.									
											6/18/02 - Notice of Allowance issued by PTO									
											MUST FILE STATEMENT OF USE OR 1st EXTENSION REQUEST BY DECEMBER 18, 2002									
											Goods: Staple foods, namely candy, chocolate, mints and popcorn, namely popped popcorn and processed unpopped popcorn									
Notes: 5/05/00 - sent ITU application to PTO																				
1/08/2001 - TC w/ Examiner need to amend application to "popped popcorn and unprocessed popcorn" - loud him Okay.																				
1/19/01 - Amendment from PTO changing Goods from: staple foods, namely candy, chocolate, mints and popcorn to current listing																				
4/18/01 - Notice of Publication issued-mark will be published on May 1, 2001																				
7/24/01 - Notice of Allowance issued by PTO																				
Must file STMT OF USE OR 1st EXTENSION REQUEST BY JANUARY 24, 2002																				
1/16/02 - Filed 1st Extension Request on-line via TEAS																				
2/02/02 - Notice of APPROVAL of Extension Request issued by PTO																				
MUST FILE STATEMENT OF USE OR 2nd EXTENSION REQUEST BY JULY 24, 2002																				
5/6/02 - Mailed Recordation of Assignment to PTO-assigned to REVAH HOLDINGS, Inc.																				
7/19/02 - Filed 2nd Extension Request on-line via TEAS																				
7/19/02 - Notice of APPROVAL of Extension Request issued by PTO																				
MUST FILE STATEMENT OF USE OR 2nd EXTENSION REQUEST BY JANUARY 24, 2003																				
USA - Design of FLAMEHEAD	41 (ITU)	5/8/00	76/042005	3/26/02																
											Goods: entertainment services, namely animated cartoon series and music recordings									
Notes: 5/5/00 - sent ITU application to PTO																				
1/1/01 - OA issued by PTO																				
MUST RESPOND TO OA BY JULY 11, 2001																				
7/1/01 - sent in Response to Office Action (#EJ194224807US)																				
3/6/02 - Notice of Publication issued from PTO: mark will be published on March 26, 2002																				
5/6/02 - Mailed Recordation of Assignment to PTO-assigned to REVAH HOLDINGS, Inc.																				
6/18/02 - Notice of Allowance issued by PTO																				
MUST FILE STATEMENT OF USE OR 1st EXTENSION REQUEST BY DECEMBER 18, 2002																				

EXHIBIT C

FLAMEHEAD WEBSITES

Flamehead.com

Flamehead.biz

Flamehead.net

Flamehead.us

Flameheadtv.com