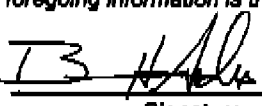


Form PTO-1594 (Rev. 03/01) OMB No: 0651-0027 (exp. 5/31/2002) Tab settings \leftrightarrow \leftrightarrow \leftrightarrow ∇ ∇ ∇ ∇ ∇	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): <u>James Moy</u> <input checked="" type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>Victory International (USA) LLC</u> Internal Address: _____ Street Address: <u>85 Newfield Avenue</u> City: <u>Edison</u> State: <u>NJ</u> Zip: <u>08837</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>May 6, 2004</u>		
4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) <u>2,651,948</u> Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: <u>Lerner, David, Littenberg,</u> Name: <u>Krumholz & Mentlik</u> Internal Address: _____ _____ Street Address: <u>600 South Avenue West</u> _____ City: <u>Westfield</u> State: <u>NJ</u> Zip: <u>07090</u>	6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41).....\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>12-1095</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small>	
DO NOT USE THIS SPACE		
9. Statement and signature. <i>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.</i> <u>Bruce H. Sales</u> <u></u> <u>5.11.04</u> Name of Person Signing Signature Date <div style="text-align: right; margin-top: 5px;"> <input checked="" type="checkbox"/> </div>		
<small>Total number of pages including cover sheet, attachments, and document: 2</small> <small>Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231</small>		

CH \$40.00 121095 2651948

TRADEMARK RECORDATION ASSIGNMENT

For good and valuable consideration the exchange and receipt of which is hereby acknowledged, I, James Moy, hereby transfer and assign all right, title and interest, including the right to collect past damages for and all goodwill associated with the trademark:

TRADEMARK	REGISTRATION NO.	DATE OF REGISTRATION
HEART BEAT	2,651,948	November 19, 2002

to Victory International (USA) LLC located at 85 Newfield Avenue, Edison, New Jersey 08837.

By: 

JAMES MOY

Date: May 6th, 2004

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