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12-12-2003



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

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

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

<p>1. Name of conveying party(ies):</p> <p>GNCS, LLC</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input checked="" type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation-State  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>ZG Sports, LLC</u></p> <p>Internal Address: _____</p> <p>Address: _____</p> <p>Street Address: <u>1100 Warburton Avenue</u></p> <p>City: <u>Yonkers</u> State: <u>NY</u> Zip: <u>10701</u></p> <p><input type="checkbox"/> Individual(s) citizenship  <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership  <input checked="" type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation-State  <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  (Designations must be a separate document from assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>Dec. 2, 2003</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <u>76/975054</u></p> <p>_____</p>	<p>B. Trademark Registration No.(s) <u>2758107</u></p> <p>_____</p>
<p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Dickstein Shapiro Morin &amp; Oshinsky</u></p> <p>Internal Address: <u>Intellectual Property</u></p> <p>_____</p> <p>Street Address: <u>1177 Avenue of the Americas</u></p> <p>_____</p> <p>City: <u>New York</u> State: <u>NY</u> Zip: <u>10036-2714</u></p>	<p>6. Total number of applications and registrations involved: ..... <span style="border: 1px solid black; padding: 2px;">2</span></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>65.00</u></p> <p><input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p>
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DO NOT USE THIS SPACE

9. Signature.

Keith D. Nowak, Esq.            December 3, 2003

Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 3

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

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TRADEMARK  
REEL: 002877 FRAME: 0783

ASSIGNMENT

Whereas GNCS, LLC, a limited liability company organized under the laws of the State of Delaware, with offices at 1100 Warburton Avenue, Yonkers, New York 10701 has filed an application with the United States Patent and Trademark Office for the trademark ZIP GUARD, Serial No. 76/975054 filed December 3, 2001 and for which a Statement of Use has been filed;

Whereas ZG Sports, LLC, a limited liability company organized under the laws of the State of Delaware, with offices at 1100 Warburton Avenue, Yonkers, New York 10701 is desirous of acquiring said mark and the business and good will associated therewith, and any registration which might issue thereon,

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said GNCS, LLC does hereby assign unto the said ZG Sports, LLC all right, title and interest in and to the mark in the above identified application, as required by 15 U.S.C. §1060.

GNCS, LLC

By:   
Name: ALBERTO SPIES  
Title: Partner

Dated: 12/2, 2003

ASSIGNMENT

Whereas GNCS, LLC, a limited liability company organized under the laws of the State of Delaware, with offices at 1100 Warburton Avenue, Yonkers, New York 10701 has adopted, used and is using a mark which registered in the United States Patent and Trademark Office, Registration No. 2,758,107 which issued on September 2, 2003 for the trademark ZIP GUARD, and

Whereas ZG Sports, LLC, a limited liability company organized under the laws of the State of Delaware, with offices at 1100 Warburton Avenue, Yonkers, New York 10701 is desirous of acquiring said mark and the registration thereof, and the business and good will associated therewith,

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said GNCS, LLC does hereby assign unto the said ZG Sports, LLC all right, title and interest in and to the mark, together with the good will of the business symbolized by the mark, and the above identified registration thereof.

GNCS, LLC

By:   
Name: ALBERTO SPIES  
Title: Partner

Dated: 12/2, 2003