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DEPARTMENT OF COMMERCE Patent and Trademark Office Attorney Docket No. 0088953

To the Assistant Commissioner for Patents: Please record the attached original document or copy thereof.

1. A. Name of conveying party: 180s, Inc. [ ] Individuals [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State [ ] Public Limited Company [ ] Other B. Additional name(s) of conveying party(ies) attached? [ ] Yes [x] No

2. A. Name and address of receiving party: Kelsyus, LLC 5816 Ward Court Virginia Beach, VA 23455 B. [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [ ] Corporation-State [ ] Public Limited Company [x] Other: Limited Liability Company

FINANCE SECTION 01 DEC 31 11 53

3. Nature of conveyance: [x] Assignment [ ] Merger [ ] Security Agreement [ ] Change of Name [ ] Other Execution Date: December 9, 2003

C. If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [ ] No (Designation must be a separate document from Assignment) D. Additional name(s) & address(es) attached? [ ] Yes [x] No

4. A. Trademark Application No.(s) 78/249,797; 76/280,409; 76/975,626

B. Trademark Registration No.(s) 2,602,231; 2,378,686 C. Additional numbers attached? [ ] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Peter A. Shaddock II Address: Kaufman & Canoles 150 West Main Street P.O. Box 3037 Norfolk, Virginia 23514

6. Total number of applications and registrations involved: 5 7. A. Total fee (37 CFR 3.41)..... \$ 140.00 B. Enclosed (Check No. 193958) 8. Credit any overpayment or charge any underpayment to deposit account number 11-0220.

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. Peter A. Shaddock II Typed Name of Person Signing Reg. No. 44,331

Signature Date 12/15/03 Total number of pages including cover sheet, attachments, and document: 24

OFFICE OF THE ASSISTANT COMMISSIONER FOR PATENTS FINANCE SECTION 12/29/2003 LETTER NUMBER 000157 7824797 40.00 UP 100.00 UP 01 FC:1521 02 FC:1522

**ASSIGNMENT OF TRADEMARKS**

**WHEREAS**, Seller, 180s, Inc. ("Assignor"), is the owner of the marks set forth on Schedule A (the "Marks");

**WHEREAS**, pursuant to an Asset Purchase Agreement dated December 9<sup>th</sup>, 2003, Buyer, Kelsyus, LLC ("Assignee"), acquired any and all rights that Assignor had in and to the Marks and any registrations and pending applications therefore, together with all goodwill associated therewith, along with the right to recover for damages and profits for past infringements thereof;

**NOW THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby acknowledges the assignment and transfer to Assignee of all right, title, and interest in and to the Marks, together with all goodwill associated therewith, and the registrations and pending applications therefore, along with the right to recover for damages and profits for past infringements thereof.

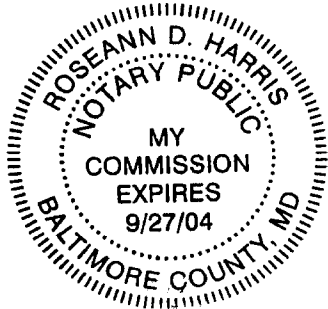
**IN WITNESS WHEREOF**, the Assignor has executed this Assignment as of the December 9, 2003.

**180s, Inc. (ASSIGNOR)**

[Signature]  
Name: Gwan E. Lelette  
Title: Co-CEO

STATE OF Maryland, COUNTY OF Baltimore TO WIT:

On this 9<sup>th</sup> day of December, 2003, before me appeared Gwan E. Lelette being duly authorized, who signed this Assignment on behalf of 180s, Inc.




Roseann D Harris  
Notary Public

## Schedule A

### Trademarks and Trademark Applications

<b>Trademark</b>	<b>Country / Classes</b>	<b>Application No. Filing Date Registration No. Registration Date</b>	<b>Status</b>
AIRGONOMIC DAY BAG	U.S.		Proposed
CELSYUS	Australia (Class 24)	863325 January 17, 2001 863325 January 17, 2001	Registered
CELSYUS	Canada (Class 24)	1089610 January 17, 2001 TMA579105 April 7, 2003	Registered
CELSYUS	European Community (Class 24)	2043313 March 30, 2000	Abandoned
CELSYUS	Japan (Class 24)	20012649 January 17, 2001	Abandoned
CELSYUS	U.S. (Class 24)	76/089,460 July 17, 2000 2,602,231 July 30, 2002	Registered
KELSYUS	European Community (Classes 9, 18, 20, 22, 24, 25)	002514271 December 21, 2001 002514271 May 28, 2003	Registered
KELSYUS	Japan (Classes 9, 18, 20, 22, 24, 25)	1118322001 December 14, 2001 4677081 May 30, 2003	Registered
KELSYUS	Korea (Class 28)	40-2003-42365 September 25, 2003	Pending
KELSYUS	U.S. (Class 18)	78/249,797 May 14, 2003	Pending
KELSYUS	U.S. (Classes 9, 18)	76/280,409 July 3, 2001	Published
KELSYUS	U.S. (Classes 20, 22, 24, 25)	76/975,626 July 2, 2001	Published

SNAP 2IT	U.S.	75/593,307 November 23, 1998 2,378,686 August 22, 2000	Registered
YOU'RE THERE	U.S.		Common Law
	U.S.		Common Law

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**NOW THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby acknowledges the assignment and transfer to Assignee of all right, title, and interest in and to the Marks, together with all goodwill associated therewith, and the registrations and pending applications therefore, along with the right to recover for damages and profits for past infringements thereof.

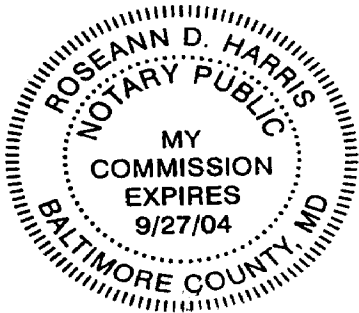
**IN WITNESS WHEREOF**, the Assignor has executed this Assignment as of the December 9, 2003.

180s, Inc. (ASSIGNOR)

[Signature]  
Name: Gwan E. LeBette  
Title: Co-CEO

STATE OF Maryland, COUNTY OF Baltimore, TO WIT:

On this 9<sup>th</sup> day of December, 2003, before me appeared Brian E. LeBette being duly authorized, who signed this Assignment on behalf of 180s, Inc.




Roseann D Harris  
Notary Public

## Schedule A

### Trademarks and Trademark Applications

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