

4/12/04 R

04-16-2004



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To the Honorable Commissioner of

102722973

attached original documents or copy thereof.

1. Name of conveying party(ies):

Susan Harrison

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Corrective Assignment of Registered Trademark
- Merger
- Change of Name

Execution Date: 04/02/2004

2. Name and address of receiving party(ies)

Name: Zooth, Inc.

Internal Address:

Street Address: 4163 Airport Road

City: Wichita Falls State: TX ZIP: 76309

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

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

A. Trademark Application No.(s) 75/754,373

B. Trademark Registration No.(s) 2,343,707

Additional numbers attached? Yes No

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

Name: William A. Loginov

Internal Address:

Cesari and McKenna, LLP

88 Black Falcon Avenue

Street Address: 88 Black Falcon Avenue

City: Boston State: MA ZIP: 02210

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

03-1237

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

04/15/2004 EL00PER 00000034 75754373

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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.

William A. Loginov

Name of Person Signing

Signature

4/8/04

Date

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

TRADEMARKS
133003-0043
Reg. No.: 2,343,707

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Mark: Zooth and design
Registration No.: 2,343,707

CORRECTIVE ASSIGNMENT OF REGISTERED TRADEMARK

Whereas Susan Harrison (Assignor) (hereinafter "Assignor"), a Texas corporation with offices at 4163 Airport Road, Wichita Falls, TX 76309, is denoted as the owner of a mark for which it has filed application in the United States Patent and Trademark Office for registration, Serial No. 75/754,373, filed July 19, 1999, and which is now registered as U.S. Trademark Registration No. 2,343,707; and

Whereas Zooth, Inc. (Assignee) (hereinafter "Assignee"), a Texas corporation, with offices at 4163 Airport Road, Wichita Falls, TX 76309, is desirous of acquiring and/or perfecting title in said mark;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee any and all rights, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified application for registration of said mark, which assignor may be deemed to own.

The Commissioner of Patents and Trademarks is requested to issue the certificate of registration to said Assignee.

TRADEMARK
REEL: 002948 FRAME: 0919

TRADEMARKS
133003-0043
Reg. No.: 2,343,707

IN TESTIMONY OF WHICH I have executed this Assignment as an instrument
under seal on the dates indicated next to my name.

Susan Harrison (Assignor)

April 2, 2004
Date

By Susan L. Harrison
Its President

[Seal]

State of Texas)

County of Wichita Falls)ss.

On this 2 day of April 2004, before me appeared Susan
Harrison, to me known and known to me to be the person described in and who executed
the foregoing instrument, and he/she acknowledged the same to be his/her free act and
deed.

Vicki S. Lawson
Notary Public

[Seal]

