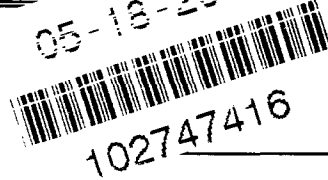


05-18-2004

OMB No. 0651-0011 (exp. 4/94)
Tab settings

TRADEMARKS

2004 MAY 13 PM 12: 26



FINANCE SECTION

To the Commissioner for Trade Marks
Please record the attached original document or copy thereof.

1. Name of conveying party(ies):

Proven Winners North America LLC
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
 Other Limited Liability Corporation

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

3. Nature of conveyance:

Assignment Merger
Security Agreement Change of Name
Other _____

Execution Date: March 25, 2004

2. Name and address of receiving party(ies)

Name: Elsner Pac Jungpflanzen
Street Address: Kipsdorfer Street 146, Dresden,
D-01279, GERMANY

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

78/342,225

Additional numbers attached? Yes No

B. Trademark Registration No.

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

Name: Russell D. Orkin
Internal Address: Webb Ziesenheim Logsdon
Orkin & Hanson, P.C.
Street Address: 700 Koppers Building
436 Seventh Avenue
City: Pittsburgh State: PA ZIP: 15219-1818

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:

(Attach triplicate 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.

Russell D. Orkin Reg. No. 25,363
Name of Person Signing

Russell D. Orkin
Signature

May 12, 2004
Date

Total number of pages including cover sheet, attachments and document

05/17/2004 ECHOPER 00000077 78342225

01 FC:8521

40.00 OP

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services, Director of the US Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT


WHEREAS, PROVEN WINNERS NORTH AMERICA LLC located and doing business at 45 North First Street, Suite B, Campbell, California 95008 (ASSIGNOR), has adopted, used and is using the trademark, ILLUSION in North America and which is the subject of Application Serial No. 78/342,225 filed December 17, 2003 in the United States Patent and Trademark Office; and

WHEREAS, Elsner Pac Jungpflanzen, a German corporation located and doing business at Kipsdorfer Street 146, Dresden, D-01279, GERMANY (hereinafter the "ASSIGNEE"), is desirous of acquiring said trademark in North America and the United States application therefor;

Now, therefore, for good and valuable consideration, said ASSIGNOR does hereby assign unto said ASSIGNEE, all right, title and interest in and to the trademark in North America and the said application in the United States, together with the ASSIGNOR's business associated with the trademark and the goodwill of the ASSIGNOR's business symbolized by the trademark.

PROVEN WINNERS NORTH AMERICA LLC

Date 3/25/04

By 

Max Braton
(typed name)

Exec. Director
(title)

{W0111367.1}