

4/19/04

11-17-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 8/30/2005) Tab settings

REC 1



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

102807164

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

1. Name of conveying party(ies):

Unique Visual Concepts, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Darrell J. Smith

Internal Address:

Street Address: 2640 North Glebe Road

City: Arlington State: VA Zip: 22207

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

APR 19 2004

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 04/05/2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2148491

Additional number(s) attached Yes No

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

Name: Derek J. Westberg

Internal Address: Law Offices of Derek J. Westberg

Street Address: 2 N. 2nd Street, Suite 1390

City: San Jose State: CA Zip: 95113

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:

50-1610

DO NOT USE THIS SPACE

9. Signature.

Derek J. Westberg Name of Person Signing

[Signature] Signature

April 7, 2004 Date

Total number of pages including cover sheet, attachments, and document: 2

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

04/28/2004 JFALL:HE 00000003 2148491

01 FC:8521

40.00 0P

SEP 30 '43 11:50AM

P.19/28

EXHIBIT B

ASSIGNMENT

THIS ASSIGNMENT is executed this 5TH day of APRIL, 2001, by UNIQUE VISUAL CONCEPTS, INC., an Oklahoma Corporation (Assignor).

WITNESSETH

WHEREAS, Assignor is the owner of the mark POLAR-EYES with Design, which is registered in the United States Patent and Trademark Office, Registration No. 2,148,491, on April 7, 1998 (the "Trademark"); and

WHEREAS, Darrell J. Smith (the "Assignee") having a principal address at: 2640 North Gleba Road, Arlington, VA 22207 is desirous of acquiring the Trademark and the registration thereof;

NOW, THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which hereby is acknowledged by the parties, Assignor does hereby assign, transfer and set over to Assignee all right title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark, and the above identified registration thereof:

Unique Visual Concepts, Inc., an Oklahoma Corporation

By: William W. Isbell

Title: President

Date: 4/5/2001

STATE OF Oklahoma

COUNTY OF Muskogee

on April 5, 2001 before me, Doris Isbell personally appeared William Isbell

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose names are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

SEAL

Doris Isbell
Signature of Notary Public

MY COMMISSION EXPIRES MARCH 21, 2004