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

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

1. Name of conveying party(ies): SOCCER CAMPS OF AMERICA, INC. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State NEW YORK [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: COSMOS SOCCER CLUB, INC. Internal Address: Street Address: 89 Main Street City: Tappan State: New York Zip: 10983 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State NEW YORK [] 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 [x] No

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: December 4, 2004

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1099005 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Lanning G. Bryer Internal Address: Street Address: Ladas & Parry 26 West 61st Street City: New York State: N.Y. Zip: 10023

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 12-0425 (Attach duplicate 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. Lanning G. Bryer Signature December 9, 2004 Date (Our Ref. NTMA 040662:753) Total number of pages including cover sheet, attachments, and document: 6

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

CH \$40.00 120425 1099005

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

STEPHEN A. GOLDSMITH

ALLAN S. PILSON

ROBERT ALPERT

DANIEL F. ZENDEL

LANNING G. BRYER

JOSEPH J. VILLAPOL

DENNIS S. PRAHL

GEORGIA N. GOUNARIS

MARY A. MOY

STEVEN M. PEREZ

NADIA K. DROUMBANIS

members of the Bar of the State of New York, c/o Ladas & Parry LLP, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

COSMOS & Logo

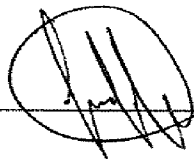
No. 1099005

Dated: August 8, 1978

COSMOS SOCCER CLUB, INC.

[Corporate Seal]

By



Allan S. Pilson [Title]

December 4, 2004

[Date]

UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, SOCCER CAMPS OF AMERICA, INC., a corporation organized under the laws of the State of New York, United States of America, located at 89 Main Street, Tappan, New York 10983, United States of America, [hereinafter called the ASSIGNOR] has adopted and used the following Trademark registered in the United States Patent and Trademark Office:

COSMOS & Logo

No. 1099005

Dated: August 8, 1978

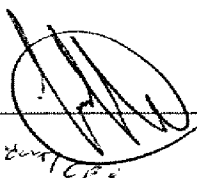
AND WHEREAS, COSMOS SOCCER CLUB, INC., a corporation organized and existing under the laws of the State of New York, United States of America, located at 89 Main Street, Tappan, New York 10983, United States of America, [hereinafter called the ASSIGNEE] is desirous of acquiring the right, title and interest in and to the said trademark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, all right, title and interest in and to the said trademark and registration thereof, together with that part of the goodwill of the ASSIGNOR'S business connected with the use of and symbolized by the said trademark.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this *4th* day of *December* 200*4*

SOCCER CAMPS OF AMERICA, INC.

[Corporate Seal]

By  _____ [Title]

C O R P O R A T E A C K N O W L E D G M E N T

UNITED STATES OF AMERICA]
STATE OF *New York*]] SS:
COUNTY OF *Rockland*]]

On this *4th* day of *December* 2004, before me personally appeared *Giuseppe Pinton* to me known, who, being by me duly sworn, did depose and say that he/she is the *President CEO* of the corporation described in the foregoing instrument; that he/she knows the seal of said corporation; that the said seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation and that he/she signed his/her name thereto by like order.

William Beckmann

Notary Public

WILLIAM R. BECKMANN
NOTARY PUBLIC, STATE OF NEW YORK
No. 4722371
Qualified in Rockland County
Commission Expires April 30, 2006

[Seal]