

Form PTO-1594
(Rev. 6-93)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT
OF COMMERCE

TRADEMARKS ONLY

Patent & Trademark Office

OMB No. 065-0011 (exp. 4/94)

To The Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

<p>1. Name of conveying party(ies):</p> <p><u>Retail Licensing Company</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>3. Name and address of receiving party(ies):</p> <p>Name: <u>6295215 Canada Inc.</u></p> <p>Internal Address: _____</p> <p>Mailing Address: <u>50 Dufflaw Road, Toronto,</u> <u>Ontario M6A 2W1</u></p> <p>Country: <u>U.S.A.</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>2. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: <u>12-21-2004</u></p>	

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No(s). 76/561,003 B. Trademark No(s).

Additional numbers attached? Yes No

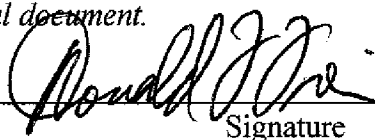
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Donald F. Frei, Esq.</u></p> <p>Internal Address: <u>Wood, Herron & Evans, L.L.P.</u> <u>2700 Carew Tower</u></p> <p>Street Address: <u>441 Vine Street</u></p> <p>City: <u>Cincinnati</u> State: <u>Ohio</u> Zip: <u>45202</u></p>	<p>6. Total number of applications and trademarks involved: <u>1</u></p> <p>7. Total fee (37 CFR 33.41): <u>\$40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed—please charge Deposit Account</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit Account number: <u>23-3000</u> (Attach duplicate copy of this page is paying by deposit account)</p>
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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.

Donald F. Frei, Reg. No. 21,190
Name of Person Signing


Signature

February 2, 2005
Date

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U.S.

ASSIGNMENT

WHEREAS, Retail Licensing Company of 101 Convention Center Drive, Las Vegas, Nevada 89109, hereinafter "Assignor," through the activities of its licensee(s) and/or other related company(ies), has a bona fide intention to use the mark BLUENOTES (stylized), in interstate commerce and has filed an application with the United States Patent and Trademark Office on November 20, 2003 based on its bona fide intent to use such mark in commerce, which application has been given Serial No.76/561,003, but has not yet filed an allegation of use of the mark under Section 1(c) or 1(d) of the Trademark Act, and

WHEREAS, 6295215 Canada Inc. of 50 Dufflaw Road, Toronto, Ontario M6A 2W1, hereinafter "Assignee," is acquiring the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. §1060,

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee the mark in the above-identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. §1060. This assignment is effective as of December 5th, 2004.

Dated: December 21, 2004

RETAIL LICENSING COMPANY

By: 

Irwin A. Bain

Title: President