

11-09-2004



REC 102877849  
**TRADEMARKS ONLY**

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies)/Execution Date(s):**

World Pro Kennex, Inc.

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

Citizenship (see guidelines) \_\_\_\_\_

Execution Date(s) Effective September 29, 2003

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance:**

- Assignment                               Merger
- Security Agreement                   Change of Name
- Other Sale

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: TSR Sports Technologies, Inc.

Internal

Address: Kevin Gilbert

Street Address: 2335 Camino Vida Roble, Suite A

City: Carlsbad

State: CA

Country: USA                              Zip: 92009

- Association      Citizenship \_\_\_\_\_
- General Partnership      Citizenship \_\_\_\_\_
- Limited Partnership      Citizenship \_\_\_\_\_
- Corporation      Citizenship \_\_\_\_\_
- Other \_\_\_\_\_      Citizenship \_\_\_\_\_

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)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1575258, 1454363, 1332346, 1160176, 1716006, 1332347, 1314738, 1282367, 1433959, 1716006, 1433892, 1816948

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Gordon Gerson

Internal Address: Gerson Law Firm APC

Street Address: 9255 Towne Centre Drive, Suite 300

City: San Diego

State: CA                              Zip: 92121

Phone Number: 858-452-5400

Fax Number: 858-452-5410

Email Address: \_\_\_\_\_

**6. Total number of applications and registrations involved:**

12

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 480.00**

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

a. Credit Card      Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number 04-1679

Authorized User Name Duane Morris LLP

**9. Signature:**

*Mark Marcelli*  
Signature

29 Oct 2004  
Date

Mark J. Marcelli, Reg No. 36,593

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

11/08/2004 GTON11 00000060 041679 1575258

01 FC:8521 40.00 DA  
02 FC:8522 275.00 DA

**TRADEMARK**  
**REEL: 003078 FRAME: 0220**

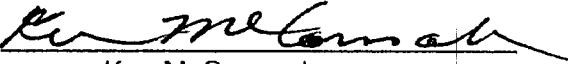
AUCTIONEER'S BILL OF SALE

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby expressly acknowledged, Ken McCormack, of McCormack Auction Company, a California licensed and bonded auctioneer ("**Auctioneer**"), acting in accordance with California law and as agent of the secured creditors of WORLD PRO KENNEX, INC., a California corporation ("**WPKI**") pursuant to certain Convertible Secured Promissory Notes, hereby assigns, transfers and conveys to TSR SPORTS TECHNOLOGIES, INC., a California corporation ("**Buyer**"), WITHOUT WARRANTY, EXPRESS OR IMPLIED, all of the personal property of WPKI described in the attached Exhibit A (the "**Personal Property**"). The foregoing conveyance is made pursuant to, and is subject to the terms and conditions of, that certain public auction of WPKI's Personal Property conducted by the undersigned on September 29, 2003. This Auctioneers Bill of Sale shall be governed by and construed in accordance with the laws of the State of California.

IN WITNESS WHEREOF, Auctioneer has executed this Auctioneer's Bill of Sale effective as of September 29, 2003.

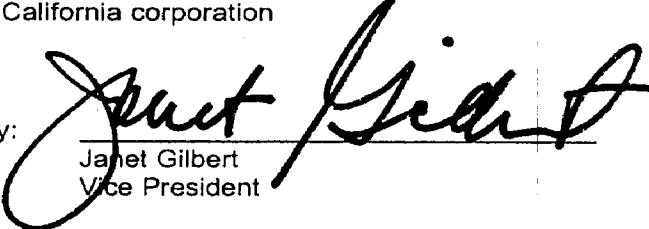
AUCTIONEER:

MCCORMACK AUCTION COMPANY, Inc.  
a California corporation

By:   
Ken McCormack  
President

WKPI hereby consents and agrees to the foregoing transfer.

WORLD PRO KENNEX, INC.,  
a California corporation

By:   
Janet Gilbert  
Vice President

Design of Sail	Registration No. 1716006	Gymnastic and sporting articles; namely, tennis rackets, racketball rackets, squash rackets, badminton rackets, fishing rods, baseball bats, golf clubs, snow skis, tennis balls, racketballs, squash balls, shuttlecocks, baseballs, golf balls and golf bags	Class 28
PRO KENNEX and Design of Sail	Registration No. 1433892	Handbags, traveling bags and trunks; Footwear for sports-namely, tennis shoes, badminton shoes and jogging shoes	Class 18 Class 25
PRO KENNEX and Design of Sail	Registration No. 1816948	Clothing and sports wear; namely, sports jackets, T-shirts, lounge wear, socks, hats, gloves (clothing), shoes, sports shoes, tennis shoes, lounge shoes, badminton shoes, jogging shoes, climbing shoes and basketball shoes	Class 25

**EXHIBIT "A"****TO STANDARD FORM TRADEMARK ASSIGNMENT AND BILL OF SALE**

PRO KENNEX and Design of Sail	Registration No. 1575258	Sporting articles, namely tennis rackets, squash rackets, racketball rackets, badminton rackets, fishing rods, baseball bats, golf clubs and ski.	Class 28
Design of Sail	Registration No. 1454363	Sportswears, namely, sports jackets, hair bands, wrist bands, socks, hats, suits, sweaters, shirts, t-shirts, polo shirts, shorts, skirts, pullovers, vests, undershirts and trousers	Class 25
PRO KENNEX (Stylized)	Registration No. 1332346	Tennis rackets, squash rackets, racketball rackets, badminton rackets, and fishing rods	Class 28
PRO KENNEX (Word Mark)	Registration No. 1160176	Tennis rackets, badminton rackets and table tennis rackets	Class 28
Design of Sail	Registration No. 1716006	Gymnastic and sporting articles; namely, tennis rackets, racketball rackets, squash rackets, badminton rackets, fishing rods, baseball bats, golf clubs, snow skis, tennis balls, racketballs, squash balls, shuttlecocks, baseballs, golf balls and golf bags	Class 28
PRO KENNEX (Stylized)	Registration No. 1332347	Tennis rackets, squash rackets, racketball rackets, badminton rackets, and fishing rods	Class 28
PRO-KENNEX (Stylized)	Registration No. 1314738	Sportswear-namely, shirts, pants, jackets and swimsuits	Class 25
KENNEX and Design of Sail	Registration No. 1282367	Motorcycles, mopeds and bicycles	Class 12
KENNEX and Design of Sail	Registration No. 1433959	Sportswear-namely, shirts, pants, jackets and swimsuits	Class 25