



102888593

To the Honorable Commissioner of Patent and Trademark Office, Washington, D.C. 20530

50-22-11

OFFICE OF PUBLIC RECORDS 2004 NOV 22 AM 10:19 FINANCE SECTION

1. Name of conveying party(ies):

Vibes Base Enterprises, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: November 10, 2004

2. Name and address of receiving party(ies)

Name: Vibes Base Group Corp.

Internal Address:

Street Address: 5121 Commerce Dr. City: Baldwin Park State: Ca Zip: 91706

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State CA 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 registration number(s):

A. Trademark Application No.(s) "Vibes USA" Serial# 76/577523

B. Trademark Registration No.(s) "Vibes USA" Serial# 76/577523

Additional number(s) attached Yes No

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

Name: Law Offices of David S.W. Fang, Esq.

Internal Address:

17800 Castleton Street, Ste 168

City of Industry, Ca 91748

Street Address:

17800 Castleton Street, #168

City of Industry

City: State: CA Zip: 91748

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Petersen W. Zhu, President

Name of Person Signing

Signature

11/10/2004

Date

Total number of pages including cover sheet, attachments, and document: 7

AGREEMENT

The agreement is made between Petersen W. Zhu, President and CEO of Vibes Base Enterprises, Inc., a California corporation (hereinafter referred as "Party A and/or Assignor") located at 5121 Commerce Dr. Baldwin Park, Ca 91706 and Petersen W. Zhu, President of Vibes Base Group Corp., a California corporation (hereinafter referred as "Party B and/or Assignee") at 5121 Commerce Dr. Baldwin Park, Ca 91706 in regards with the assignable trademark, "Vibes USA" Serial# 76/577523 from Vibes Base Enterprises, Inc. to Vibes Base Group Corp.

The parties hereby agree as follows:

"Party A" assigns a mark: "Vibes USA", with a serial number 76/577523 to "Party B".

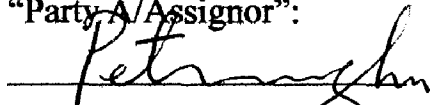
"Party B" understands the assignment means a transfer by "Party A" of entire right, title and interest in a registered mark or a pending trademark application.

Parties understand that the assignment shall be filed for recordation.

The parties understand that willful false statement and the like so shall be punishable by laws, and all statements made on information and belief are believed to be true.

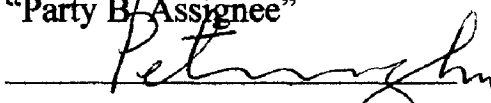
Executed on November 10, 2004, at Baldwin Park, Ca 91706.

"Party A/Assignor":



Petersen W. Zhu, President
Vibes Base Enterprises, Inc.

"Party B/Assignee"



Petersen W. Zhu, President
Vibes Base Group Corp.