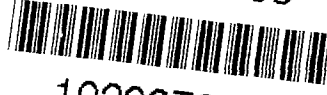


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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Solitude International, LLC

2. Name and address of receiving party(ies): Name: Solitude, LLC Internal Address: Street Address: 1206 Coast Village Circle, #1 City: Santa Barbara State: CA Zip: 93108

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: June 13, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,381,287 & 2,386,201

5. Name and address of party to whom correspondence concerning document should be mailed: Name: John E. Kelly, Esq. Internal Address: KELLY LOWRY & KELLEY, LLP Street Address: 6320 Canoga Avenue, Suite 1650 City: Woodland Hills State: CA Zip: 91367

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00 [X] Enclosed [] Authorized to be charged to deposit account

8. Deposit account number:

9. Signature: Shaun Tomson Name of Person Signing [Signature] Signature 1-14-05 Date

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Total number of pages including cover sheet, attachments, and document: Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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01 FC:0521 02 FC:0522 40.00 DP 25.00 DP

TRADEMARK REEL: 003105 FRAME: 0310

ASSIGNMENT OF TRADEMARKS

June 13, 2001

WHEREAS, SOLITUDE INTERNATIONAL, LLC ("Assignor"), a California limited liability company, having its principal offices at 642 Arizona Street, Chula Vista, California 91911, has adopted, used, is using and is to the best of its knowledge and belief, the owner of, the following trademarks (the "Marks"), registered or unregistered:

SOLITUDE
WATERMAN

WHEREAS, SOLITUDE, LLC (the "Assignee"), a California limited liability company, is desirous of acquiring the marks and Assignor is desirous of assigning the Marks to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby assigns to Assignee, all right, title and interest in and to said Trademarks, together with the goodwill of the business symbolized by and associated with said Trademarks and registrations thereof.

IN WITNESS WHEREOF, the undersigned Assignor has executed this Assignment of Trademarks on June 13, 2001.

ASSIGNOR:

SOLITUDE INTERNATIONAL LLC
a California limited liability company,

By: [Signature]
Steven A. Kurtzman,
Manager

State of California)
County of Orange) SS

On June 13 2001 before me, Susie Rosas O'Campo (here insert name and title of officer), personally appeared Steven A. Kurtzman, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/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 signature(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.



Signature [Signature]

(Seal)