

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	05/28/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
U.S. Angels, Inc.		05/28/2005	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	DBD, Inc.
Street Address:	103 Foulk Road
Internal Address:	Suite 202
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19803
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78409916	SARA MADISON

CORRESPONDENCE DATA

Fax Number: (314)342-3066
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 314/342-4454
 Email: ip_group@may-co.com
 Correspondent Name: Carla A. Young Martin
 Address Line 1: The May Dept. Stores Co., 611 Olive St.
 Address Line 2: Suite 1750
 Address Line 4: St. Louis, MISSOURI 63101

NAME OF SUBMITTER:	Carla A. Young Martin
Signature:	/Carla A. Young Martin/

OP \$40.00 78409916

Date:

06/21/2005

Total Attachments: 3

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ASSIGNMENT

WHEREAS, Miriam Jacob, Norma Sawdy and U.S. Angels, Inc., each located and doing business at 850 S. Broadway, Suite 1101, Los Angeles, CA 90014 (referred to herein as "U.S. Angels") has adopted and used the trademark (referred to as "Trademark" as listed on Exhibit A) in commerce in the United States;

WHEREAS, DBD, INC., a Delaware corporation, located and doing business at 300 Delaware Avenue, Suite 900, Wilmington, Delaware 19801 (referred to herein as "DBD") is desirous of acquiring said Trademark, the good will, the related domain name and any and all rights and claims relating to said Trademark;

NOW, THEREFORE, for Ten Dollars (\$10.00) and other good and valuable consideration, receipt and adequacy of which is hereby acknowledged, U.S. Angels has assigned, effective May 28, 2005 (the "Effective Date"), unto DBD, its successors and assigns, all of its right, title and interest in and to the Trademark (as listed on Exhibit A hereto), together with the goodwill symbolized by the Trademark, the related domain name(s), any applications for registration or registration of the Trademark, and all rights and remedies for any infringement of the Trademark. U.S. Angels further assigns to DBD, its successors and assigns, all rights arising out of U.S. Angels' use of the Trademark prior to the date of this Assignment, and all rights arising out of U.S. Angels' use of the Trademark under any license from DBD after the date of this Assignment.

IN WITNESS WHEREOF, Miriam Jacob, Norma Sawdy and U.S. ANGELS, INC. have caused this Assignment to be executed as of this 27th day of May, 2005 to be effective as of the Effective Date.

MIRIAM JACOB, Individually
Miriam Jacob

NORMA SAWDY, Individually
Norma Sawdy

U.S. ANGELS, INC.
By: Norma Sawdy
Name: Norma Sawdy
Vice President

~~STATE OF CALIFORNIA)
) ss.
CITY OF)~~

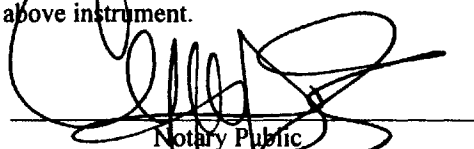
~~On the _____ day of _____, 2005 before me, a notary public for said above state, personally came Miriam Jacob, to me known, who, being by me duly sworn, did depose and say that she is the _____ of U.S. Angels, Inc., the corporation described in and which executed the above instrument.~~

Notary Public

~~My Commission Expires: _____~~

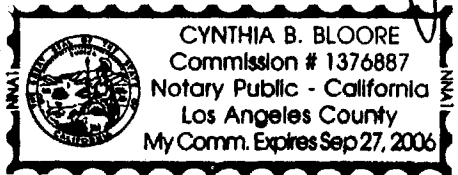
STATE OF CALIFORNIA)
CITY OF Los Angeles) ss.

On the 27th day of May, 2005 before me, a notary public for said above state, personally came Norma Sawdy, to me known, who, being by me duly sworn, did depose and say that she is the _____ of U.S. Angels, Inc., the corporation described in and which executed the above instrument.



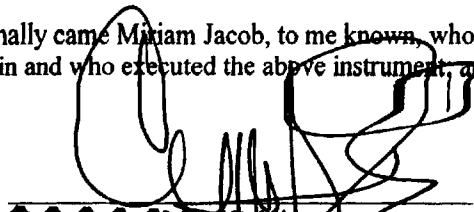
Notary Public

My Commission Expires: 9-27-06



STATE OF CALIFORNIA)
CITY OF Los Angeles) ss.

On the 27th day of May, 2005 before me personally came Miriam Jacob, to me known, who, being by me duly sworn, did depose and say that she is the individual described in and who executed the above instrument, and duly acknowledged to me that she executed the same.



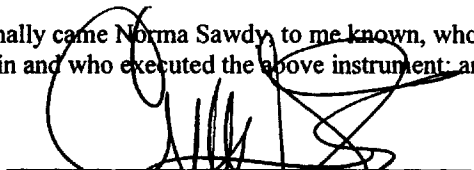
Notary Public

My Commission Expires: 9-27-06



STATE OF CALIFORNIA)
CITY OF Los Angeles) ss.

On the 27th day of May, 2005 before me personally came Norma Sawdy, to me known, who, being by me duly sworn, did depose and say that she is the individual described in and who executed the above instrument, and duly acknowledged to me that she executed the same.



Notary Public

My Commission Expires: 9-27-06



EXHIBIT A

TRADEMARK

SARA MADISON

SERIAL NO.

78/409916