

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Goldhil Home Media International, Inc.		09/12/2005	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Goldhil Entertainment
Street Address:	5284 Adolfo Road
City:	Camarillo
State/Country:	CALIFORNIA
Postal Code:	93012
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	2925998	ISLAND GIRL
Registration Number:	2909102	HIP HUGGER ABS
Registration Number:	2854850	ROMANTIC ARTS
Registration Number:	2846024	SACRED YOGA PRACTICE
Registration Number:	2806373	D DANCE FITNESS
Registration Number:	2670204	FIT TO THE HITS
Registration Number:	2485821	NATURAL JOURNEYS
Registration Number:	2470633	NATURAL JOURNEYS
Registration Number:	2428635	STANDARD DEVIANTS
Registration Number:	2200158	THE STANDARD DEVIANTS
Registration Number:	2190575	GOLDHIL VIDEO
Registration Number:	2185510	JUST THE FACTS LEARNING SERIES
Registration Number:	2162961	CLASSIC AMERICANA SERIES

CH \$665.00 2925998

Registration Number:	1903470	THE STANDARD DEVIANTS
Serial Number:	78672262	GOLDHIL EDUCATIONAL
Serial Number:	78672253	GOLDHIL EDUCATIONAL
Serial Number:	78672250	GOLDHIL ENTERTAINMENT
Serial Number:	78672241	GOLDHIL ENTERTAINMENT
Serial Number:	78533162	MY FITNESS
Serial Number:	78525034	CINEMATHEQUE COLLECTION
Serial Number:	78480715	WOMAN OF STEEL
Serial Number:	78473795	SAMBASIZE
Serial Number:	76578778	NATURALJOURNEYS
Serial Number:	78322788	TRUE PILATES
Serial Number:	78320907	SLEEK IN A WEEK
Serial Number:	76443193	JIBBERBOOSH

CORRESPONDENCE DATA

Fax Number: (212)468-4888
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 468-4800
Email: jkatz@dglaw.com
Correspondent Name: Jeffrey C. Katz, Esq.
Address Line 1: 1740 Broadway
Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	03673-0002-000
NAME OF SUBMITTER:	Jeffrey C. Katz
Signature:	/jeffrey c. katz/
Date:	10/20/2005

Total Attachments: 5
source=GoldhilChangeofNamep1#page1.tif
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source=GoldhilChangeofNamep5#page1.tif

RECORDATION FORM COVER SHEET
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):

Goldhil Home Media International, Inc.

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

Citizenship California

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Government Interest Assignment
- Other
- Merger
- Change of Name

Execution Date(s) 09/12/2005

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? Yes No

Name: Goldhil Entertainment

Internal Address: _____

Street Address: 5284 Adolfo Road

City: Camarillo

State: California

Country: United States Zip: 93012

Association – Citizenship _____

General Partnership – Citizenship _____

Limited Partnership – Citizenship _____

Corporation – Citizenship California

Other _____

Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No.

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

A. Trademark Application No(s).

78672262	78672253	78672250
78672241	78533162	78525034
78480715	78473795	76578778
78322788	78320907	76443193

B. Trademark Registration No(s).

2925998	2909102	2854850
2846024	2806373	2670204
2485821	2470633	2428635
2200158	2190575	2185510
2162961	1903470	

Additional numbers attached? Yes No

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

Jeffrey C. Katz
DAVIS & GILBERT LLP
1740 Broadway
New York, New York 10019

Tel: (212) 468-4800

Fax: (212) 468-4888

jkatz@DGLaw.com

6. Total number of applications and registrations involved:

26

7. Total fee (37 CFR 1.21(h) and 3.41) \$665.00

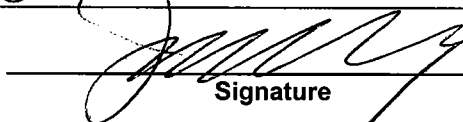
All fees and any deficiencies are authorized to be charged to Deposit Account (Our Ref. 03673-0002-000)

8. Payment Information

Deposit Account No. 502293

Authorized user Name: Jeffrey C. Katz

9. Signature.


Signature

10-20-05

Date

Jeffrey C. Katz

Name of Person Signing

Total number of pages including cover sheet, and documents:

6

COPY

**State of California
Secretary of State**

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify that on the 26th day of March, 1991, GOLDHIL ENTERTAINMENT became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of September 20, 2005.



A handwritten signature in black ink, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State

State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 20 2005

BRUCE McPHERSON
Secretary of State

A0633718

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 1 2 2005

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
GOLDHIL HOME MEDIA INTERNATIONAL, INC.,
a California corporation**

The undersigned certify that:

1. They are the President and Acting Secretary and Chief Operating Officer and Chief Financial Officer, respectively, of Goldhil Home Media International, Inc., a California corporation.

2. Articles I of the Articles of Incorporation of this Corporation is amended to read as follows:

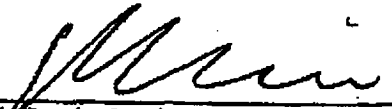
The name of this Corporation is Goldhil Entertainment.

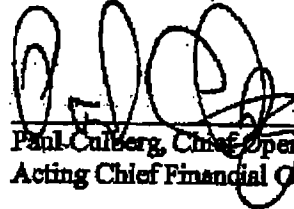
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the Corporation is 1,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: August 26, 2005


Mark Curcio, President and Acting Secretary


Paul Culberg, Chief Operating Officer and
Acting Chief Financial Officer

GATEWAY CORPORATION Certificate of Amendment Articles Goldhill Media.doc
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