

08-11-2005



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RI

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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Tab settings

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

1. Name of conveying party(ies):

Seche, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Avalon Funding Corporation

Internal Address:

Street Address: 25422 Trabuco Road, Ste. 105

City: Lake Forest State: CA Zip: 92630

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State - California, 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

3. Nature of conveyance:

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

Execution Date: July 22, 2005

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,998,031

Additional number(s) attached Yes No

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

Name: Mark Kremer

Internal Address: Conkle & Olestén, PLC

Street Address: 3130 Wilshire Blvd.

Suite 500

Santa Monica State: CA Zip: 90403

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: 032665

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Mark Kremer

Name of Person Signing

Signature

Date

8/03/05

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

ASSIGNMENT OF TRADEMARKS

Whereas, SECHE, INC. (Assignor) a California corporation, located at 22321 Gilberto A, Rancho Santa Margarita, California is the owner of the certain trademarks, applications to register, and registrations thereof (the "Trademarks") identified on Schedule A attached hereto.

Whereas, AVALON FUNDING CORPORATION ("Assignee"), a California corporation, whose address is 25422 Trabuco Road, Suite 105, Lake Forest, California 92630, wishes to acquire all the right, title and interest to said Trademarks, pending applications to register said Trademarks, and registrations thereof, together with all goodwill pertaining thereto.

THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor assigns the Trademarks to Assignee as follows:

1. GRANT OF RIGHTS:

Assignor irrevocably grants, sells, transfers, assigns and delivers to Assignee, all right, title and interest of every kind and character throughout the world that it has in and to the Trademarks and the goodwill of the business pertaining thereto, it being acknowledged and understood that it is the intention of this assignment to confer upon Assignee, Assignor's full and complete title to and ownership of the Trademarks, for their life, or any term allowed by law.

2. WARRANTIES: Assignor represent and warrant:

2.1 Assignor is the owner of the Trademarks identified on Schedule A free and clear of any lien, encumbrance, claim or challenge, the registrations are duly perfected, fully paid to date, and in good standing, and all applications are pending without opposition or objection.

2.2 Assignor has not previously assigned its ownership, right, or title, in whole or in part to the Trademarks to any other person.

3. RIGHTS AND OBLIGATIONS:

3.1 Assignor agrees to execute and deliver or cause to be executed and delivered to Assignee for the Trademarks or any purchaser of the Trademarks from Assignee any and all documents and instruments, in form and substance reasonably satisfactory to Assignee and its counsel, necessary to effect and complete the transfer, grant or sale to Assignee of all rights or property acquired or intended to be acquired by Assignee under this Agreement and shall pay any fees or expense found due and owing prior to the date of this Assignment.

4. ASSIGNMENT OF WARRANTIES

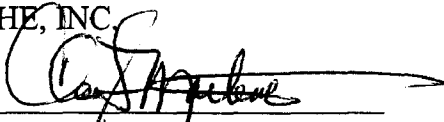
The representations, obligations and warranties of Assignor herein may be transferred by Assignee to any purchaser of the Trademarks from Assignee and such purchaser may enforce the representations and warranties as though made to it.

IN WITNESS WHEREOF, each party has agreed to and executed this Assignment as of July 22, 2005.

ASSIGNOR:

SECHE, INC.

By:


CEO

ASSIGNEE:

AVALON FUNDING CORPORATION

By:



JAY HALBEMAN, PRESIDENT

Exhibit A

Trademarks

Trademark	Country	Application No.	Reg. No.	Reg. Date	Status
SECHE	European Community	3550761		02/08/2005	Pending
SECHE VITE (& design)	France	95551994	95551994	01/03/1995	Registered
SECHE	Hong Kong	300337554	300337554	12/14/2004	Registered
SECHE	U.S.A.	74/663614	1,998,031	09/03/1996	Registered
FEEL COMPLETE	Australia	1034479			Pending
S (design)	Australia	912799	912,799		Registered
SECHE	Australia	912325	912,325		Registered
SECHE FEEL COMPLETE	Australia	972946	972,946		Registered
SECHE FEEL COMPLETE (& design)	Australia	946902	946,902		Registered
SECHE VITE	Australia	912326	912,326		Registered

ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of LOS ANGELES } SS.

On July 22 2005 before me, Michael M. Fenig,
(DATE) (NOTARY)
personally appeared CHARLES MARTENS
SIGNER(S)

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 signatures(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]
NOTARY'S SIGNATURE

OPTIONAL INFORMATION

The information below is not required by law. However, it could prevent fraudulent attachment of this acknowledgment to an unauthorized document.

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

DESCRIPTION OF ATTACHED DOCUMENT

- INDIVIDUAL
- CORPORATE OFFICER
OWNER SECHE, INC.
TITLE(S)
- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

OTHER

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

RIGHT THUMBPRINT
OF
SIGNER

Top of thumbprint here

ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of LOS ANGELES } SS.

On JULY 22 2005 before me, MICHAEL M. FENIG,
(DATE) (NOTARY)
personally appeared JAY HALDEMAN
SIGNER(S)

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 signatures(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.

[Handwritten Signature]
NOTARY'S SIGNATURE

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- INDIVIDUAL
- CORPORATE OFFICER

- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR

OTHER: AVALON FUNDING

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

RIGHT THUMBPRINT
OF
SIGNER

