

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
James A Smith		05/01/2006	INDIVIDUAL:
Tom Przewoznik		05/01/2006	INDIVIDUAL:
DOGS RULE, INC.		05/01/2006	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Mars, Incorporated		
<b>Street Address:</b>	3250 East 44th Street		
<b>City:</b>	Vernon		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90058		
<b>Entity Type:</b>	CORPORATION:		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2565746	DOGS RULE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)218-2200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-218-2100		
<b>Email:</b>	tkelly@fchs.com		
<b>Correspondent Name:</b>	Timothy J. Kelly		
<b>Address Line 1:</b>	30 Rockefeller Plaza		
<b>Address Line 4:</b>	New York, NEW YORK 10112		
<b>NAME OF SUBMITTER:</b>	/Jessica Hiney/		
<b>Signature:</b>	/Jessica Hiney/		
<b>Date:</b>	05/12/2006		

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Total Attachments: 2

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**ASSIGNMENT**

**WHEREAS**, James A. Smith, an individual residing at 21559 Schoolhouse Court, Ashburn, Virginia 20148, is currently using, in interstate commerce, and is the owner of the entire right, title and interest in and to United States trademark Registration No. 2,565,746 ("the '746 Registration") registered on April 30, 2002, for the trademark DOGS RULE (the "Mark") for use on or in connection with clothing, namely, t-shirts, shirts, pants, coats, shorts, sleepwear, skirts, sweat suits, socks, bandanas, swimwear, shoes, jeans, gloves, jackets, ties, hats, blouses, sweaters, slippers, vests, dresses, overalls, tops, bottoms, and warm-up suits, in International Class 25 (collectively "the Goods"), and the '746 Registration is currently in good standing in the United States Patent & Trademark Office, and is otherwise in full force and effect;

**WHEREAS**, Dogs Rule, Inc., a Florida corporation, having a place of business at 6685 Maid Marion Close, Alpharetta, Georgia 30005, has been using the mark at the behest of Smith and with Smith's permission in connection with the goods and services identified in the '746 Registration;

**WHEREAS**, Smith and Tom Przewoznik, an individual residing at 6685 Maid Marion Close, Alpharetta, Georgia 30005, are owners of Dogs Rule, Inc., and Smith, Przewoznik, and Dogs Rule, Inc. all are desirous of effecting a complete transfer to Mars Incorporated of any and all trademark rights that they may have individually or through Dogs Rule, Inc. in and to the Mark;

**WHEREAS** Mars, Incorporated, a corporation organized and existing under the laws of the State of Delaware, and having a place of business located at 3250 East 44th Street, Vernon, California 90058 (hereinafter "Mars" or "Assignee"), is desirous of acquiring the '746 Registration, the Mark, and the goodwill associated therewith;

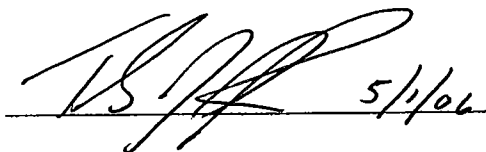
**NOW THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, Smith hereby assigns to Mars, without reservation or limitation, all rights, title and interest in and to the '746 Registration, the Mark and all common law rights associated therewith, the goodwill of the business symbolized by the Mark, and all rights of enforcement including the right to damages for past infringement, unfair competition or other conflicts relating to the Mark; Dogs Rule, Inc. hereby assigns to Mars any and all rights it may have in and to the Mark, including common law rights associated therewith, and any goodwill

associated with the Mark; and to the extent that he has any rights in the mark, Przewoznik, individually, hereby assigns any and all trademark rights he may have in and to the Mark, and any associated goodwill.


JAMES A. SMITH, an individual

 5/3/06

TOM PRZEWOZNIK, an individual

 5/1/06

DOGS RULE, INC.

By: 

Name: THOMAS J. PRZEWOZNIK

Title: PRESIDENT

Dated: May 1, 2006

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