

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	11/27/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Popcornopolis, Inc.		03/27/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Popcornopolis, LLC
Street Address:	1330 Sunset Avenue
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90405
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Serial Number:	78259554	POP CITY
Serial Number:	78256466	POPCORNOPOLIS
Serial Number:	78223237	POPCORNOPOLIS
Serial Number:	78849501	POPCORNOPOLIS
Serial Number:	78849383	POPCORNOPOLIS
Registration Number:	2808875	POPCORNOPOLIS
Registration Number:	2907266	POPCORNOPOLIS
Registration Number:	3288036	POPCORNOPOLIS
Registration Number:	3288035	POPCORNOPOLIS

**CORRESPONDENCE DATA**

Fax Number: (510)295-2401  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: trademarks@cobaltlaw.com

CH \$240.00 78259554

Correspondent Name: Tsan Abrahamson  
Address Line 1: 819 Bancroft Way  
Address Line 4: Berkeley, CALIFORNIA 94710

ATTORNEY DOCKET NUMBER:	POPCORNOPOLIS ASSIGNMENTS
NAME OF SUBMITTER:	Tsan Abrahamson
Signature:	/Tsan Abrahamson/
Date:	03/31/2008

**Total Attachments: 3**

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT NUNC PRO TUNC

WHEREAS, Popcornopolis, Inc., a Delaware corporation, having its principal place of business at 1330 Sunset Avenue, Santa Monica, CA 90405, owned and was using or will be using in interstate commerce the marks attached hereto and incorporated herewith as "Schedule A" (the "Marks");

WHEREAS, Popcornopolis, Inc. assigned, for good and valuable consideration, all right, title, and interest in and to the Marks therefor, together with the good will of the business in which the Marks are used and that portion of the the business to which the marks pertain, to Popcornopolis, LLC, a Delaware limited liability company, having its principal place of business at 1330 Sunset Avenue, Santa Monica, CA 90405;

NOW, THEREFORE, Popcornopolis, Inc. confirms that it did assign the Marks to Popcornopolis, LLC (the "Assignment"), and was fully cognizant of the Assignment, which was effective on or about about November 27, 2006, and further confirms that this *nunc pro tunc* assignment is being executed now in order to clarify the ownership of the Marks and to confirm that Popcornopolis, Inc. did at that time assign unto Popcornopolis, LLC all right, title, and interest in and to the Marks, together with the good will of the business in which the Marks are used or will be used and that portion of the the business to which the marks pertain.

Signed at El Segundo, CA, on this 27 day of March, 2008.

POPCORNOPOLIS, INC.

By: 

Name:

Wallis D. Amode


Title:


President

TRADEMARK

REEL: 003750 FRAME: 0178

## SCHEDULE A

MARK	COUNTRY	APP/REG NO.	CLASS: GOODS/SERVICES
<b>POP CITY</b>	USA	App. No. 78/259,554	Int'l Class 30: Snack foods, namely popped grain.  Int'l Class 35: Retail store services featuring popcorn, nuts, candy, and novelty items, namely, yo-yo's, music boxes, kites, and wooden spinning toys; and wholesale ordering services in the field of popcorn, nuts, candy, and novelty items, namely yo-yo's, music boxes, kites, and wooden spinning toys.  First use: ITU First use in commerce: ITU (All Classes)
<b>POPCORNOPOLIS</b>	USA	App. No. 78/256,466  Reg. No. 2,808,875	Int'l Class 30: Snack foods, namely popped grain.  First use: 05/15/2003 First use in commerce: 05/15/2003
<b>POPCORNOPOLIS</b>	USA	App. No. 78/223,237  Reg. No. 2,907,266	Int'l Class 35: Retail store services featuring popcorn, nuts, candy, and novelty items, namely, yo-yo's, music boxes, kites, and wooden spinning toys; and wholesale ordering services in the field of popcorn, nuts, candy, and novelty items, namely, yo-yo's, music boxes, kites, and wooden spinning toys.  First use: 07/18/2003 First use in commerce: 07/18/2003
<b>POPCORNOPOLIS and Design</b> 	USA	App. No. 78/849,501  Reg. No. 3,288,036	Int'l Class 30: Snack foods, namely, popped grain.  First use: 07/18/2003 First use in commerce: 07/18/2003

MARK	COUNTRY	APP/REG NO.	CLASS: GOODS/SERVICES
<p><b>POPCORNOPOLIS and Design</b></p> 	USA	<p>App. No. 78/849,383</p> <p>Reg. No. 3,288,035</p>	<p>Int'l Class 35: Retail store services featuring popcorn, candy, nuts, gift baskets and caramel apples.</p> <p>First use: 07/18/2003</p> <p>First use in commerce: 07/18/2003</p>