

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Transfer Statement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Goldhil Entertainment f/k/a Goldhil Home Media International, Inc.		06/24/2008	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Avalon Capital Advisors Assets, LLC
Street Address:	820 Scarsdale Avenue
City:	Scarsdale
State/Country:	NEW YORK
Postal Code:	10583
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Serial Number:	78672253	GOLDHIL EDUCATIONAL
Serial Number:	78672262	GOLDHIL EDUCATIONAL
Registration Number:	2846024	SACRED YOGA PRACTICE
Registration Number:	2806373	D DANCE FITNESS
Registration Number:	2854850	ROMANTIC ARTS
Registration Number:	3010113	NATURALJOURNEYS
Registration Number:	2162961	CLASSIC AMERICANA SERIES
Registration Number:	2670204	FIT TO THE HITS
Registration Number:	2190575	GOLDHIL VIDEO
Registration Number:	2185510	JUST THE FACTS LEARNING SERIES
Registration Number:	2470633	NATURAL JOURNEYS
Registration Number:	2485821	NATURAL JOURNEYS
Registration Number:	2200158	THE STANDARD DEVIANTS
Registration Number:	1903470	STANDARD DEVIANTS

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Registration Number:	2909102	HIP HUGGER ABS
Registration Number:	2925998	ISLAND GIRL
Registration Number:	3074350	SLEEK IN A WEEK
Registration Number:	3142512	JIBBERBOOSH
Registration Number:	3308753	GOLDHIL ENTERTAINMENT
Registration Number:	3308752	GOLDHIL ENTERTAINMENT

CORRESPONDENCE DATA

Fax Number: (310)286-1728
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3102861700
Email: nshabani@rutterhobbs.com
Correspondent Name: Natasha Shabani, Rutter Hobbs & Davidoff
Address Line 1: 1901 Avenue of the Stars
Address Line 2: Suite 1700
Address Line 4: Los Angeles, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER:	6831.001
NAME OF SUBMITTER:	Natasha Shabani
Signature:	/natashashabani/
Date:	07/01/2008

Total Attachments: 2
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TRANSFER STATEMENT

(California Commercial Code Section 9619)

Pursuant to California Commercial Code Section 9619, Avalon Capital Advisors Assets, LLC ("Avalon") states as follows:

1. Goldhil Entertainment f/k/a Goldhil Home Media International, Inc. ("Goldhil") has defaulted in connection with an obligation to Avalon secured by various collateral, including but not limited to its interest in the trademarks described in Schedule A hereto.

2. Avalon has exercised its post-default remedies under Article 9 of the Commercial Code with respect to the collateral.

3. By reason of the exercise of its post-default remedies, Avalon had acquired the rights of Goldhil in the collateral.

4. The name and mailing address of Avalon, which is the secured party and transferee, is as follows:

Avalon Capital Advisors Assets, LLC
820 Scarsdale Avenue
Scarsdale, New York 10583

5. The name and mailing address of Goldhil, which is the debtor, is as follows:

Goldhil Entertainment
f/k/a Goldhil Home Media International, Inc.
78 First Street
San Francisco, California 94105

I declare under penalty of perjury under the laws of the State of California and the United States of America that the foregoing is true and correct.

Executed this 24th day of June 2008, at Seattle, Washington.

Avalon Capital Advisors Assets, LLC

By: 

~~Mary Kay Parsiek~~ Benjamin Bornstein
Senior Vice President

Schedule A

Registrations

	Mark	Reg. No.	Reg. Date
	SACRED YOGA PRACTICE	2,846,024	05/25/2004
	DANCE FITNESS and Design	2,806,373	01/20/2004
	ROMANTIC ARTS	2,854,850	06/15/2004
	NATURAL JOURNEYS	3,010,113	11/01/2005
	CLASSIC AMERICANA SERIES	2,162,961	06/02/98
	FIT TO THE HITS	2,670,204	12/31/02
	GOLDHIL VIDEO & Design	2,190,575	09/22/98
	JUST THE FACTS LEARNING SERIES	2,185,510	09/01/98
	NATURAL JOURNEYS	2,470,633	07/17/01
	NATURAL JOURNEYS	2,485,821	09/04/01
	THE STANDARD DEVIANTS	2,200,158	10/27/1998
	THE STANDARD DEVIANTS	1,903,470	7/4/1995
	DANCE FITNESS and Design	2,806,373	1/20/2004
	HIP HUGGER ABS	2,909,102	12/07/04
	ISLAND GIRL	2,925,998	02/08/05
	SLEEK IN A WEEK	3,074,350	03/28/2006
	JIBBERBOOSH	3,142,512	09/12/2006
	GOLDHIL ENTERTAINMENT	3,308,753	10/9/07
	GOLDHIL ENTERTAINMENT	3,308,752	10/9/07

Pending Applications

	Mark	Serial No.	Filing Date
	GOLDHIL EDUCATIONAL	78/672262	07/18/2005
	GOLDHIL EDUCATIONAL	78/672253	07/18/2005