

USPTO

2/17/2009 2:15:29 PM PAGE 3/034 Fax Server

TO:ROBERT KNOWLES COMPANY:4440 PGA BLVD SUITE 600

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
Stylesheet Version v1.102/12/2009  
900127036

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mainstream Holdings, INC		11/06/2007	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Pennington Ventures, LLC		
Street Address:	4440 PGA blvd suite 600		
City:	Palm Beach Gardens		
State/Country:	FLORIDA		
Postal Code:	33410		
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA		
PROPERTY NUMBERS Total: 29			
Property Type	Number	Word Mark	
Serial Number:	77321837	MUTASIA	
Serial Number:	77481287	BILLIE	
Serial Number:	77481364	CHADWICK	
Serial Number:	77481498	CLAUDE	
Serial Number:	77481526	CONSTANTINE	
Serial Number:	77481570	CONTESSA	
Serial Number:	77481602	DANDON	
Serial Number:	77481659	FLAVIAN	
Serial Number:	77481676	GABBIE	
Serial Number:	77481693	GODFREY	
Serial Number:	77481708	HANK	
Serial Number:	77481954	HELMUT VON SEAL	
Serial Number:	77481962	JULIO HABANERO	
Serial Number:	77481979	LARUK	

OP \$740.00 77321837

700402630

TRADEMARK  
REEL: 003953 FRAME: 0535

USPTO

2/17/2009 2:15:29 PM PAGE 4/034 Fax Server

TO:ROBERT KNOWLES COMPANY:4440 PGA BLVD SUITE 600

Serial Number:	77481987	LORD MALCOM
Serial Number:	77482000	LUDMELA
Serial Number:	77482012	MEOWZER
Serial Number:	77482031	MINGOS
Serial Number:	77482051	NIBS
Serial Number:	77482076	PETUNIA
Serial Number:	77482105	PUKINI
Serial Number:	77482135	RUFUS
Serial Number:	77482160	SHAMUS
Serial Number:	77482195	SNOGS
Serial Number:	77482256	SQUONKS
Serial Number:	77482303	STRUDELLA
Serial Number:	77482321	WATTEE
Serial Number:	77482344	WHEELEY BROTHERS
Serial Number:	77482373	ZABETTA

## CORRESPONDENCE DATA

Fax Number: (561)691-8147  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 561-691-0838  
Email: rknowles@tertiaryproductions.com  
Correspondent Name: Robert Knowles  
Address Line 1: 4440 PGA blvd suite 600  
Address Line 4: Palm Beach Gardens, FLORIDA 33410

NAME OF SUBMITTER:	Christos M. Gotsakos
Signature:	/CMC/
Date:	02/12/2009

Total Attachments: 29  
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source=Constantine#page1.tif  
source=Contessa#page1.tif  
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source=Gabbie#page1.tif  
source=Godfrey#page1.tif  
source=Hank#page1.tif  
source=Helmut von Seal#page1.tif  
source=Julio Habanero#page1.tif

USPTO

2/17/2009 2:15:29 PM PAGE 5/034 Fax Server

TO:ROBERT KNOWLES COMPANY:4440 PGA BLVD SUITE 600

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source=Meowzer#page1.tif  
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source=Shamus#page1.tif  
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**BILL OF SALE**

**KNOW ALL MEN BY THESE PRESENTS**, that Michael Phelan, Assignee for the Benefit of Creditors of Mainstream Holdings, Case Number: 50-2008-CA-028644 XXXX MB AJ of Michael Moecker & Associates, Inc., 6861 SW 196 Avenue, Suite 201-04, of the City of Fl. Lauderdale, in the County of Broward and the State of Florida, party of the first part, for and in consideration of the sum of \$42,500.00 lawful money of the United States, to them paid by Penington Ventures, LLC at 6231 PGA Blvd., Ste. 104-302, Palm Beach Gardens, FL 33418, of the second part, the receipt whereof is hereby acknowledged, has granted, bargained, sold, transferred and delivered, and by these presents does grant, bargain, sell, transfer and deliver unto the said party of the second part, its administrators and assigns, the following goods and chattels:

All ownership rights to Money and Living (M&L) domain names, M&L trademarks and/ or trade names that have been registered by the company and any other associated tangible and intangible assets; All ownership rights to MOLI Rollers and MOLI Roller Videos produced by Tertiary Productions, including images and text-based stories, and all other related rights, trademarks, registration, and copyrights, digital assets (music, voiceovers, video files, audio files and text files) and any other associated tangible and intangible assets; the four original video series developed and produced by Tertiary Productions entitled "Park Bench", "Control Freak", "Fox & Cal" and "Furryvale", all ownership rights, including but not limited to, the original videos, digital assets (music, voiceovers, video files, audio files and text files) and related trademarks, copyrights and any other associated tangible or intangible assets; All ownership rights to MOLI Kids, MOLI Kids Trademarks, Copyrights, registrations, designs, illustrations, storylines, conceptual material, characters, posters, digital assets (music, voiceovers, video files, audio files and text files), and any other associated tangible and intangible assets.

TO HAVE AND TO HOLD the same unto the said party of the second part, its administrators and assigns forever.

AND IT does, for itself and its administrators, covenant to and with the said party of the second part, it assigns, that it is the lawful owner of the said goods and chattels; that they are free from all encumbrances; that it will warrant, defend, indemnify and hold harmless the purchaser with respect to the sale of the said property, goods and chattels hereby made, unto the said party of the second part its assigns against the lawful claims and demands of all persons whomsoever.

IN WITNESS WHEREOF, we have hereunto set our hands and seal this 4th day of November, 2008.

Signed, sealed and delivered

In the presence of us:

[Signature]

[Signature]

Michael Phelan  
Assignee

[Signature]

STATE OF FLORIDA  
COUNTY OF

The foregoing instrument was acknowledged before me this 4th day of November, 2008, by Michael Phelan, who is personally known to me or who produced a valid driver's license or \_\_\_\_\_ as identification.

My Commission Expires:



[Signature]  
Notary Public

IN THE CIRCUIT COURT OF THE  
15<sup>TH</sup> JUDICIAL CIRCUIT IN AND FOR  
PALM BEACH COUNTY, FLORIDA

*In re:*

ASSIGNMENT FOR THE BENEFIT OF  
CREDITORS OF MAINSTREAM  
HOLDINGS, INC.,

GENERAL JURISDICTION DIVISION

CASE NO. 50 2008 CA 028644 XXXX MB AJ

Assignor,

TO:

MICHAEL P. PHELAN,

Assignee.

**ORDER**

This matter came before the Court on October 23, 2008 at 8:45 a.m. upon the Assignee, Michael Phelan's *Notice of Sale of Asset of the Estate by Private Sale* (the "Sale Notice"), filed on October 6, 2008. The Court finding that there is no opposition to the sale proposed in the Sale Notice and there is good cause for the relief set forth therein, it is

**ORDERED** and **ADJUDGED** as follows:

1. The proposed private sale (the "Sale") described in the Sale Notice is authorized and approved in all respects. The Assignee is authorized, but not required, to sell some or all assets identified in the Sale Notice on the terms described therein.
2. Any and all objections to the Sale are overruled on the merits and/or denied for failure to prosecute.
3. Any and all assets that the Assignee transfers or purports to transfer through the Sale will be sold as-is, without any guarantees or warranties regarding their merchantability, fitness for any particular purpose, or otherwise, and free and clear of all liens and other encumbrances, with any such liens or encumbrances attaching to the proceeds.

4. The Assignee is authorized and directed to execute and deliver any additional instruments and documents that the Assignee and the prevailing purchaser(s) deem necessary or appropriate to effectuate the Sale, and to take all other and further actions as may be necessary or appropriate for the purpose of assigning, transferring, granting, conveying, and conferring the Assets.

5. This Court retains jurisdiction to enforce and implement the terms and provisions of this Order, and each of the agreements executed in connection with the Sale in all respects.

DONE AND ORDERED in Chambers at Palm Beach, Florida, this 23rd day of October, 2008.

**SIGNED & DATED**

**OCT 23 2008**

Members of Judge  
**ROBIN L. ROSENBERG**

**CIRCUIT COURT JUDGE**

Copies furnished to:  
Wanda Murray, Esq.  
All Creditors