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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**



TO THE ASSISTANT COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the attached original

06-05-2000

U.S. Patent & TMO/TM Mail Rpt Dt. #57

1. Name of conveying party(ies): (If multiple assignors, list numerically)

Simul-Sports Internati

- Individual
- Association
- General Partnershi
- Limited Partnershi
- Corporation - State
- Other:

Additional name(s) of conveying party(ies) attached?

- Yes
- No

2. Name and address of receiving:

Name: Nicole Miller Maloney

Internal Address:

Street Address: 640 Chautauqua Blvd.

City: Pacific Palisades State: California ZIP: 90272

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State
- Other:

07-18-2000

101406649

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) and address(es) attached?

- Yes
- No

3. Nature of conveyance:

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

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) December 31, 1999

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

a. Trademark Application No(s):

75/022,031

75/022,032

75/245,366

b. Trademark Registration No(s):

Additional numbers attached? Yes No

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

Name: Stacey R. Halpern
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995

Internal Address: Sixteenth Floor

Street Address: 620 Newport Center Drive

City: Newport Beach State: CA ZIP: 92660

Attorney's Docket No.: INTSPRT.002T/003T/005T

7. Total fee (37 CFR 3.41): \$90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved:

3

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.

Stacey R. Halpern
Name of Person Signing

Signature

Date

St R. Halpern June 1, 2000

Total number of pages including cover sheet, attachments and document: 3

Mail documents to be recorded with required cover sheet information to:

07/14/2000 ASCOTT 00000166 75022031

01 FC:481
02 FC:482

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Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

**TRADEMARK
REEL: 002103 FRAME: 0269**

NUNC PRO TUNC TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of 31st day of December 1999, by and between SIMUL-SPORTS INTERNATIONAL, INC., a Utah corporation, having a place of business at 640 Chautauqua Blvd., Pacific Palisades, California 90272 (hereinafter referred to as "ASSIGNOR"), and Nicole Miller Maloney, an individual (hereinafter referred to as "ASSIGNEE").

WHEREAS, ASSIGNOR, to the best of its knowledge and belief, represents and confirms that prior to December 31, 1999, it was owner of the trademarks listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to sue for past infringement worldwide (hereinafter collectively referred to as the "Marks").

WHEREAS, ASSIGNEE was the President and Chief Executive Officer of ASSIGNOR;

WHEREAS, at all times between November 20, 1995 and the effective date of this Assignment, ASSIGNEE, as President and Chief Executive Officer of ASSIGNOR, was actively involved, on a day-to-day basis in the selection and plans to use the Marks, the technology and know-how associated with the products and services which will be provided in connection with the Marks, as well as the business associated with the Marks;

WHEREAS, ASSIGNOR was prior to December 31, 1999, the owner of the federal trademark applications relating to the Trademarks listed in Schedule B, attached hereto and incorporated herein by reference (hereinafter collectively referred to as the "Applications");

WHEREAS, ASSIGNOR did assign to ASSIGNEE, as of the effective date of this Assignment, all rights, title, and interest as ASSIGNOR did possess in and to the Marks and Applications worldwide, together with the goodwill and business associated therewith, and certain tangible assets as indicia of said goodwill;

WHEREAS, ASSIGNEE was desirous of acquiring herewith all rights, title, and interest in and to the Marks and Applications and any registrations which issued therefrom worldwide and any other registered or unregistered trademarks owned or used by ASSIGNOR or any of its licensees worldwide, together with the goodwill and business associated therewith, and certain tangible assets as indicia of said goodwill, and, did acquired, as of the effective date of this agreement, such rights, title, and interest in and to the Marks and Applications and any other

registered or unregistered trademarks owned or used by ASSIGNOR or any of its licensees worldwide, together with the goodwill and business associated therewith, and certain tangible assets as indicia of said goodwill;

WHEREAS, ASSIGNOR wishes to confirm its assignment of said Applicants and Marks to ASSIGNEE, as of the effective date of this Assignment;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby confirms its assignment and sales to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the following, nunc prop tunc December 31, 1999:

- (1) the Trademarks set forth in Schedule A; and
- (2) the Applications set forth in Schedule B.

together with the goodwill and business symbolized by said Trademarks and Applications, owned by ASSIGNOR concurrent with the transfer of certain tangible assets as indicia of said business and goodwill.

Executed at Pacific Palisades, California, this thirtieth day of May 1999, nunc prop tunc December 31, 1999.

SIMUL-SPORTS INTERNATIONAL, INC.
a Utah corporation

By:



Nicole Miller Maloney
President and Chief Executive Officer

Nicole Miller Maloney

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