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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 1-16-02
PLANET E-SHOP, INC.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Cayman Islands

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: 11/16/2001

2. Name and address of receiving party(ies)
Name: XWF, LLC
Internal Address: Suite 200
Street Address: 17250 Dallas Parkway
City: Dallas State: TX Zip: 75248
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Nevada
 Other limited liability company

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) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
76/218,844
Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Dennis T. Griggs
Internal Address: _____
Griggs & Johnston LLP
Suite 1000
Street Address: 17950 Preston Road
City: Dallas State: TX Zip: 75252

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
Dennis T. Griggs Dennis T. Griggs 11/16/2001
Name of Person Signing Signature Date

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

1/28/2002 BBYRNE 00000202 76218844

FC:481

40.00 DP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002432 FRAME: 0095

ASSIGNMENT

WHEREAS, PLANET E-SHOP, INC. a corporation organized under the laws of the Cayman Islands, Assignor, having a place of business at 17250 Dallas Parkway, Suite 200, Dallas, Texas 75248, U.S.A., is the owner of all right, title and interest in and to the mark XWL as used as a trademark for

-- Entertainment services; namely, the production of professional wrestling events rendered live and through the medium of television and through video streaming which allows end-users to receive live and archived audio and video content via a global computer network, in International Class 041 --

and is the applicant of record of the following trademark application in the U.S. Patent and Trademark Office:

Application No. 76/218,844, filed on 03/02/2001, for the mark XWL; and

WHEREAS, XWF, LLC, a limited liability company organized under the laws of the State of Nevada, U.S.A., Assignee, having a place of business at 17250 Dallas Parkway, Suite 200, Dallas, Texas 75248, U.S.A., desires to acquire the entire right, title and interest in and to the above-identified mark and the application therefor, together with that part of the goodwill of the business connected with the use of and symbolized by said mark;

NOW, THEREFORE, in consideration of the foregoing recitals and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee the entire right, title and interest in and to the aforementioned mark and said application for registration in the U.S.

Patent and Trademark Office, together with that part of the goodwill of the business connected with the use of and symbolized by said mark.

Assignor requests the Commissioner of Trademarks to issue the Certificate of Registration to said Assignee.

IN WITNESS WHEREOF, Assignor has executed this Assignment on this 16th day of November, 2001.

ASSIGNOR

PLANET E-SHOP, INC.

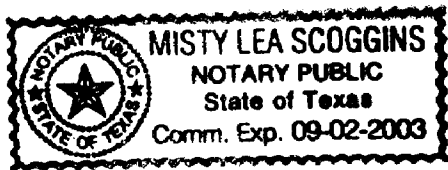
By: David O. Daniel
David O. Daniel

Title: Vice President and Chief Operating Officer

STATE OF Texas)
)
COUNTY OF Dallas)

On this 16 th day of November, in the year of 2001, before me personally appeared David O. Daniel, personally known to me or proved to me on the basis of satisfactory evidence to be the person who executed the attached Assignment instrument on behalf of the corporation therein named, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and that he was authorized by the bylaws of the Assignor or a resolution of its Board of Directors to execute said Assignment instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Misty Lea Scoggins
Notary Public

SEAL

Misty Lea Scoggins
Printed or Typed Name of Notary

My commission expires:

09-02-2003