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03-14-2002

3 SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

-Y

Tab settings

To the Honorable Commissioner of



102011475

attached original documents or copy thereof.

1. Name of conveying party(ies):

VIVIANE WOODARD INDUSTRIES, LTD.

2-14-02 FINANCE SECTION

- Individual(s)
- General Partnership
- Corporation-State - California
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: ENTITY, INC.

Internal Address: _____

Street Address: 7712 Densmore Avenue

City: Van Nuys State: CA ZIP: 91406

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Washington
- Other

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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,918,667

Additional numbers attached? Yes No

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

Name: Thomas I. Rozsa, Esq.

ROZSA & CHEN LLP

Internal Address: Suite 1601

Street Address: 15910 Ventura Blvd.

City: Encino State: CA ZIP: 91436

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)

03/13/2002 TDIAZI 00000147 1918667

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.

Thomas I. Rozsa

Name of Person Signing

Thomas I. Rozsa
Signature

02/14/02

Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20221

ASSIGNMENT

WHEREAS, VIVIANE WOODARD INDUSTRIES, LTD. , a California corporation with a place of business at 7712 Densmore Avenue, Van Nuys, California 91406-1919, U.S.A. ("Assignor"), has adopted, used and is the owner of the Trademark Registration No. 1,918,667 for "BODYODYSSEY" ("the Trademark"), and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights and the right to sue and recover for the past infringement thereof ; and

Whereas, ENTITY, INC., a Washington corporation with a place of business at 700 N.W. Gilman Boulevard, E-103,PMB 446, Issaquah, Washington, U.S.A. ("Assignee"), desires to acquire all rights, title and interest in and to the Trademark and the goodwill associated with the Trademark, along with the registration associated therewith, through the Asset Purchase and Sale Agreement ("Agreement") dated February 25, 2000, whereby Assignee acquires certain assets of Assignor, by and for the consideration enumerated in said Agreement; the receipt and sufficiency of which is hereby acknowledged; and

WHEREAS, Assignee is authorized by said Agreement to cause to be filed with the U.S. Patent and Trademark Office any and all documents that it deems necessary to effect the transfer of the Trademark to Assignee;

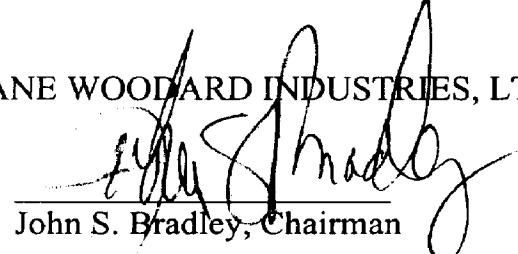
NOW, THEREFORE, effective February 25, 2000, Assignor hereby assigns and transfers to Assignee all rights, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark, and the registration thereof. In addition, Assignor assigns to Assignee all rights, title and interest in and to the Trademark, together with the goodwill symbolized by the Trademark, as part of the entire business or portion thereof to which the Trademark pertains, as required by 15 U.S.C. 1060.

This Assignment may be executed simultaneously in two or more counterparts and by means of original or facsimile execution, each of which shall be deemed an original, but all of which together shall constitute one of the same instrument.

Dated: As of February 25, 2000

VIVIANE WOODARD INDUSTRIES, LTD.

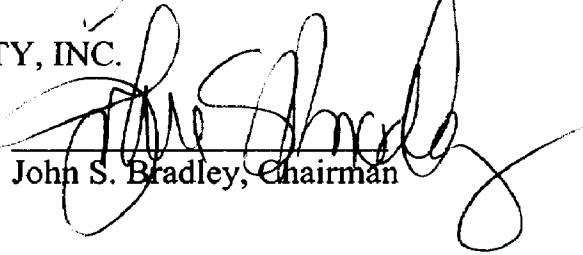
By:


John S. Bradley, Chairman

Dated: As of February 25, 2000

ENTITY, INC.

By:


John S. Bradley, Chairman

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