

To the Honorable Commissioner

See attached original documents or copy hereof.

and address of receiving party(ies):

1. Name of conveying party(ies): 102053029

Twin Hill Acquisition Company, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **California**
 Other

Name: **TMW Marketing Company, Inc.**
Address: **40650 Encyclopedia Circle**
Fremont, California 94538-2453

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

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

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) & addresses attached?

Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: March 28, 2002

A. Trademark Application No.(s)

B. Trademark Registration No.(s).

TWINHILL (Reg. No. 2,165,445)

TWIN April 1, 2002 HILL & Design (Reg. No. 2,165,447)

THG & Design (Reg. No. 2,278,867)

Additional Numbers attached? Yes No

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

Name: **Mark Mutterperl**
Internal Address: **Fulbright & Jaworski L.L.P.**
Street Address: **666 Fifth Avenue**
City: **New York** State: **NY** Zip: **10103**

6. Total number of applications and registration involved: 3

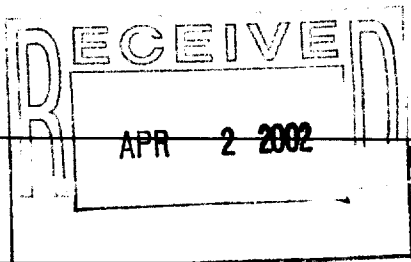
7. Total fee (37 CFR 3.41) \$ 90.00

Enclosed
 Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:

[NUMBER] **50.0624**

(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.

Mark Mutterperl
Person Signing

[Signature]
Signature

April 2, 2002 Name of Date

Total number of pages comprising cover sheet:

OME No. 0651-0011 (exp. 4/94)

04/11/2002 LUNELLER 00000200 2165445

01 FC:401 40.00 OP
02 FC:402 50.00 OP

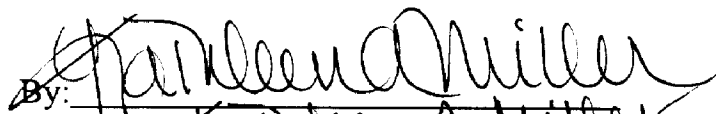
TRADEMARK ASSIGNMENT

WHEREAS, Twin Hill Acquisition Company, Inc., a corporation organized under the laws of the State of California, having a place of business at 40650 Encyclopedia Circle, Fremont, CA 94538-2453 - United States of America, ("Assignor") owns the following marks: (i) TWINHILL, which is registered in the United States Patent and Trademark Office, Registration No. 2,165,445, issued June 16, 1998; (ii) TWINHILL & Design, which is registered in the United States Patent and Trademark Office, Registration No. 2,165,447, issued June 16, 1998; and, (iii) THG & Design, which is registered in the United States Patent and Trademark Office, Registration No. 2,278,867, issued September 21, 1999, (the "Marks"); and

WHEREAS, TMW MARKETING COMPANY, INC., a corporation organized under the laws of the State of California, having a place of business at 40650 Encyclopedia Circle, Fremont, CA 94538-2453 ("Assignee"), desires to acquire the Marks and the registrations thereof;

NOW THEREFORE, for all good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns unto Assignee all of its rights, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and the registrations thereof.

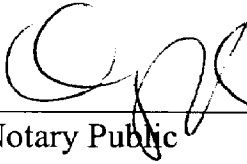
Twin Hill Acquisition Company, Inc.

By: 
Name: Kamleen A. Miller
Title: Vice President

STATE OF California)
COUNTY OF Alameda) ss.:

On the 27th day of March, 2002, before me personally came Kathleen Miller, to me known to be the individual described in, and who executed, the foregoing instrument, and acknowledged that he/she executed the same.

SEAL



Notary Public

