

07-15-2002

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

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

7-1-02

1. Name of conveying party(ies): MEDIACOPY, Inc. Individual(s) Association General Partnership Limited Partnership Corporation-State Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: MEDIACOPY Texas, Inc. Internal Address: Street Address: 1390 Don Haskins Drive City: El Paso State: TX Zip: 79936 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware 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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: February 14, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/056,223 B. Trademark Registration No.(s) Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Carlos A. Miranda Internal Address: Street Address: P.O. Box 1322 City: El Paso State: TX Zip: 79947

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 20.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: N/A (Attach duplicate copy of this page if paying by deposit account)

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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. Gerald D. Drozd Signature Date 6/12/02

Total number of pages including cover sheet, attachments, and document: 1

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

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TRADEMARK REEL: 002542 FRAME: 0836

Trademark Assignment

WHEREAS, MEDIACOPY, Inc., a California Corporation, with its principal place of business at 1739 Doolittle Drive, San Leandro, California 94577 (“Assignor”), has adopted, owns and is using the Stylized Ribbon Mark for MEDIACOPY (“the Mark”) in connection with the following goods and/or services:

International Class 35: Distributorships in the field of recordable media formats containing audio, visual, textual and software content, namely video cassettes, CD-ROM's and Digital Video Discs (DVD's); promoting the sale of goods and services of others through the distribution of printed materials and promotional contests related to recordable media formats, inventory control and business management services, namely logistical services;

International Class 39: Storage and transportation of video cassettes, CD-ROM's and Digital Video Discs (DVD's) of others by truck;

International Class 40: Duplication of recordable media formats containing audio, visual, textual and software content, namely video cassettes, CD-ROM's, and Digital Video Discs (DVD's), custom manufacture of recordable media formats containing audio, visual, textual and software content, namely video cassettes, CD-ROM's, and Digital Video Discs (DVD's);

International Class 41: Production of recordable media formats containing audio, visual, textual and software content, namely video cassettes, CD-ROM's, and Digital Video Discs (DVD's); and

WHEREAS, Assignor has applied to register the Mark on the *Principal Register* of the United States Patent and Trademark Office in connection with the above-described goods and/or services, Application Serial No. 76/056223 filed on May 24, 2000; Notice of Publication Under 12(a) sent on May 28, 2002; and

WHEREAS, MEDIACOPY Texas, Inc., a Delaware Corporation, with its principal place of business at 1390 Don Haskins, El Paso, Texas 79936 (“Assignee”), desires to acquire the Mark and the above-referenced *Registration*;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the pending *Application for Registration*.

By: Gerald Drozd
Name: Gerald D. Drozd
Title: Chief Financial Officer

Dated effective as of: January 1, 2001

SUBSCRIBED and SWORN to before me this 14 of Feb, 2002.

Barbara A Dunston
Notary Public

My Commission Expires: 1-9-2006

