Form PTO-1594 RECORDATION FOR (Rev. 10/02) OMB No. 0651-0027 (exp. 8/30/2005)	
Tab settings	<u> </u>
To the Honorable Commissioner of Patents and Trademarks: F	Please record the attached original documents or copy thereof.
Name of conveying party(ies): Advantage Media Group, Inc., The	Name and address of receiving party(ies) Name:Dream Girls, Inc. Internal Address:
Individual(s) Association General Partnership Limited Partnership Corporation-State Other FLORIDA CORPORATION	Street Address: 4020 East 12th Street City: Tampa State: FL Zip: 33605 Individual(s) citizenship Association
Additional name(s) of conveying party(ies) attached? Yes V No	General Partnership
3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: May 31, 2003	Limited Partnership Corporation-State Florida 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(as) attached? Yes No
4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/501623 and 76/347947 Additional number(s) at	B. Trademark Registration No.(s)
Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved:
Name: Deborah Tellerman Berkowitz, Esq.	
Internal Address:Ruden McClosky Smith Schuster & Russell, P.A. Suite 1500	7. Total fee (37 CFR 3.41)\$ 90.00 Enclosed Authorized to be charged to deposit account
Street Address: 200 East Broward Boulevard	8. Deposit account number: 18-2262
City: Fort Lauderdale State: FL Zip: 33301	THIS SPACE
9. Signature.	11114 41 122
Deborah Tellerman Berkowitz, Esq. บารือเหยน	June 10, 2003 Signature Date

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

ASSIGNMENT OF TRADEMARKS

WHEREAS, THE ADVANTAGE MEDIA GROUP, INC., a Florida corporation, having its principal offices at 800 West Waters Avenue, Tampa, Florida 33604, U.S.A., has adopted, used, is using and is the owner of the following trademark now registered in the United States Patent and Trademark Office:

Trademark	Registration No.	Registration Date:
DREAMGIRLS	2,250,830	June 8, 1999

WHEREAS, THE ADVANTAGE MEDIA GROUP, INC., a Florida corporation with an address of 808 West Waters Avenue, Tampa, Florida 33604 U.S.A., has intended to use the following marks in commerce and has filed applications for the following marks with the U.S. Patent and Trademark Office based on and indicating an intent to use, but has not yet filed allegations of use under Sections 1(c) or 1(d) of The Trademark Act:

Trademark	Serial No.	Application Date
PROFEEDS	76/501623	March 28, 2003
DREAMGIRLS	76/347947	December 13, 2001

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FTL:1048165:1

TRADEMARK REEL: 002666 FRAME: 0212 WHEREAS, DREAM GIRLS, INC., a Florida corporation, located and doing business at 4020 East 12th Street, Tampa, Florida 33605, U.S.A., by and through an Asset Purchase Agreement, is the successor of the ongoing and existing business or portion thereof of THE ADVANTAGE MEDIA GROUP, INC. to which the marks under the pending Serial Numbers 76/501623 and 76/347947 pertain, in compliance with 15 U.S.C. Section 1060, is desirous of acquiring said marks and the pending applications thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, THE ADVANTAGE MEDIA GROUP, INC. does hereby assign, convey and transfer to DREAM GIRLS, INC., all right, title and interest in and to the trademarks listed hereinabove, the applications therefore and the goodwill of the business symbolized thereof.

Signed at	Tanpa	_,	Flo	rida,	effective	as	of	the
315+			day	of _	May			
2003.					1			

THE ADVANTAGE MEDIA GROUP, INC.

Ву:___

Printed Name: William A. Szell

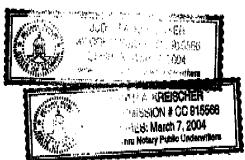
Title of Officer: Insident

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State of Florida				
County of Hells	poraugh			
On this / AM A.	day of Mu	ne	-	ppeared
William H.	Ezell 0	of assignor	e known, limited	
company above nam	ed, and acknowl	edged that he	e/she ex	ecuted the
foregoing Assignm authority duly re	ent on behalf o	f said assig	nor and	pursuant to

Mary Public Newsher





RECORDED: 06/10/2003