

03-06-2003

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RECORDATION FORM
TRADEMARKS



OF COMMERCE
Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please

of.

1. Name of conveying party(ies): **3-4-03**

Leisure One, Inc.
15392 Assembly Lane #A
Huntington Beach, CA 92649

Individual(s) Association
 General Partnership Limited Partnership

Corporation - California
 Other: _____

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: February 14, 2003

2. Name: Max Acquisition, LLC

Internal Address: _____

Street Address: 601 Packard Court
City: Safety Harbor State: FL Zip: 34695

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation

Other - Florida 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 numbers(s):

Trademark Application No. _____

B. Trademark Registration No. 2,597,927

Additional numbers attached? Yes No

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

Name: Deborah L. Benson, Esq.

Internal Address: Hinckley, Allen and Snyder LLP

Street Address: 28 State Street

City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved: [1]

7. Total fee (37 CFR 3.41) \$40

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

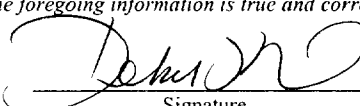
(Attach duplicate copy of this page if paying by deposit account)

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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.

Deborah L. Benson, Esq.  Feb 25, 2003

Signature Date

Total number of pages comprising cover sheet [1]

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

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

SERVICE MARK ASSIGNMENT


WHEREAS, Leisure One, Inc., a California corporation ("Assignor"), whose principal place of business is 15392 Assembly Lane #A, Huntington Beach, California 92649, is the legal successor in interest to Val Keller (deceased) and has adopted, owns and is using the following service marks for which Assignor owns the following identified federal registrations on the Principal Register of the United States Patent and Trademark Office for the goods and/or services identified therein ("the Marks"):

<u>Service Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
WRESTLING ONE	2,597,927	July 23, 2002

WHEREAS, Max Acquisition, LLC, a Florida limited liability company ("Assignee") whose principal place of business is 601 Packard Court, Safety Harbor, FL 34695 desires to acquire the above-referenced Marks and the Registrations therefor;

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 each of the Marks, together with the goodwill of the business symbolized by the Marks, and the Registrations thereof.

LEISURE ONE, INC.
A California corporation

By: 
Lucy Keller, President and Secretary

Dated effective as of: February 14, 2003

State of California)
)
County of Orange)

On 2/14/03, before me, Nay-deen M. Critz-Hodges, Notary Public, personally appeared Lucy Keller, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

