

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
philosophy, inc.		09/09/2003	CORPORATION: ARIZONA
RECEIVING PARTY DATA			
Name:	SoleMates, LLC		
Street Address:	3525 Del Mar Heights Road, #391		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92130		
Entity Type:	Limited Liability Company: NEVADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number		
Registration Number:	2756625		
CORRESPONDENCE DATA			
Fax Number:	(480)473-0309		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(480) 473-0286		
Email:	tadeutsch@cox.net		
Correspondent Name:	Mark A. Carlino		
Address Line 1:	10115 East Bell Road, Suite 107/PMB 601		
Address Line 4:	Scottsdale, ARIZONA 85260		
ATTORNEY DOCKET NUMBER:	1-126		
NAME OF SUBMITTER:	Tricia Deutsch		
Total Attachments: 1			
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OP \$40.00 2756625

ASSIGNMENT

WHEREAS, philosophy, inc., an Arizona corporation, ("Assignor"), located at 4602 East Hammond Lane, Phoenix, Arizona 85034, 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
SOUL MATES	2,756,625	August 26, 2003

WHEREAS, SoleMates, LLC, a Nevada limited liability company ("Assignee"), located at 3525 Del Mar Heights Road, #391, San Diego, California 92130, is desirous of acquiring said registered trademark;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in the United States in and to said trademark and registration thereof.


DATED this 9TH day of SEPTEMBER, 2003.

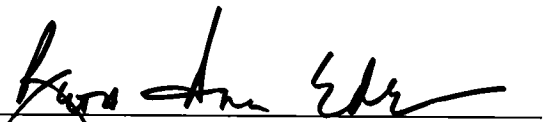
PHILOSOPHY, INC.
an Arizona corporation

By: 
Cristina M. Carlino, CEO

STATE OF ARIZONA)
) ss:
County of Maricopa)

On this 9TH day of SEPTEMBER, 2003, personally appeared Cristina M. Carlino, to me known and known to me to be the CEO of philosophy, inc., the assignor above named, and acknowledged that she executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.

 Notary Public State of Arizona
Maricopa County
Beth Ann Ede
Expires June 17 2006



Notary Public

My commission expires:
June 17, 2006

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