

06-12-2003

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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



102470984

Tab settings

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

1. Name of conveying party(ies):

Phil W. Trotter

6-10-03

- Individual(s) [checked] Association [] General Partnership [] Limited Partnership [] Corporation-State [] Other []

Additional name(s) of conveying party(ies) attached? Yes [] No [checked]

3. Nature of conveyance:

- Assignment [checked] Merger [] Security Agreement [] Change of Name [] Other []

Execution Date:

2. Name and address of receiving party(ies)

Name: GoodTimes Entertainment LLC

Internal Address:

Street Address: 16 East 40th Street

City: New York State: NY Zip: 10016

- Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State [] Other [checked] limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes [] No [checked] (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes [] No [checked]

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

78/124,978

B. Trademark Registration No.(s)

Additional number(s) attached Yes [] No [checked]

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

Name: Karen Charal Gross

Internal Address: GoodTimes Entertainment LLC

Street Address: 16 East 40th Street

City: New York State: NY Zip: 10016

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed [] Authorized to be charged to deposit account [checked]

8. Deposit account number:

502604

(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.

Karen Charal Gross

Name of Person Signing

Signature

06/05/03

Date

3

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

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

TRADEMARK REEL: 002752 FRAME: 0142

ASSIGNMENT OF INTENT-TO-USE

WHEREAS, Phil W. Trotter, an individual having a place of business at 7229 Wynter Way, Indianapolis, Indiana 46250, (hereinafter "ASSIGNOR"), had intended and continued to intend to use the mark *RAMPING* in commerce and has filed an application, now assigned Serial No. 78124978, indicating that intention, but had not yet filed an allegation of use under 1(c) or 1(d) of the Trademark Act;

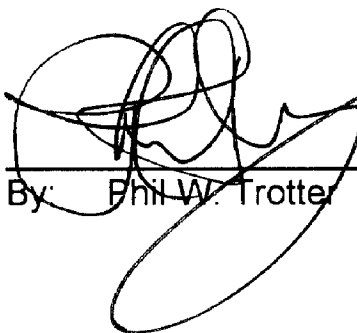
WHEREAS, said ASSIGNOR on February 10, 2003 assigned the mark in the above-identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. 1060;

WHEREAS, GoodTimes Entertainment LLC, located and doing business at 16 East 40th Street, New York, NY, a limited liability company, organized and currently existing under the laws of the State of Delaware (hereinafter "ASSIGNEE"), the successor of the ongoing and existing business of said "ASSIGNOR" to which the mark pertains, on February 10, 2003 acquired said mark and pending intent-to-use application therefor as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. 1060;

WHEREAS, the parties wish to reaffirm and ratify the assignment of February 10, 2003 to identify and transfer to said ASSIGNEE the mark and application thereof and to formalize said assignment for purposes of recordation.

NOW THEREFORE, for One (\$1.00) Dollar and other good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR has sold, assigned and transferred and by these presents does hereby sell, assign and transfer, nunc pro tunc, as of February 10, 2003 unto the said ASSIGNEE all right, title and interest in and to the said mark *RAMPING* together with the entire business or portion thereof to which the mark pertains as required by 15 U.S.C., 1060 and the goodwill of the business symbolized thereby, and the pending Application Serial No. 78124978.

Signed at 7229 Wynderley, Indianapolis, IN, this 3rd day of June, 2003.



By: Phil W. Trotter