

02-04-2004



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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

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

1. Name of conveying party(ies): Shadowdance Corporation 1-29-04
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: Blitz Distribution, Inc.
Internal Address:
Street Address: 5202 Argosy
City: Huntington Beach State: CA Zip: 92649
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State California
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: 01/06/2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 2,579,876
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Tal Grinblat
Internal Address: Lewitt, Hackman et. al.
Street Address: 16633 Ventura Blvd., 11th Fl.
City: Encino State: CA Zip: 91436

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:

DO NOT USE THIS SPACE

9. Signature.
Per Welinder Signature Date January 23, 2004
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

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: 002908 FRAME: 0730

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment"), is entered into by Shadowdance, a California corporation with a principal address at 2117 Hillsboro Avenue, Los Angeles, California 90034 ("Assignor"), as assignor, and Blitz Distribution, Inc., a California corporation with offices located at 5202 Argosy, Huntington Beach, California 92649 ("Assignee"), as assignee, with reference to the following facts and circumstances:

Assignor is the proprietor of the following Trademark registration in the United States (the "Trademark"):

<u>Trademark:</u>	<u>Registration No.:</u>	<u>Issue Date:</u>	<u>First Use Date:</u>
HOOK-UPS	2,579,876	June 11, 2002	June, 2001

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademark and its goodwill and all related rights.

NOW, THEREFORE, for good and valuable consideration in the amount of Nine Thousand Dollars (\$9,000.00), the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer unto Assignee all right, title and interest of Assignor in and to the Trademark, including without limitation the Trademark registration identified above, together with the goodwill of the business symbolized by the mark, as well as its entire right, title and interest in and to all State registrations of the mark heretofore granted or applied for, any and all common law rights to the Trademark in the United States and any state thereof, and any and all claims and demands it may have either at law or in equity arising out of any past infringements, if any.

Assignor shall sign further instruments and documents to further accomplish this assignment as reasonably requested by Assignee.

In testimony whereof, Assignor has caused this Assignment to be executed by its officer(s) thereunto duly authorized.

SHADOWDANCE

Dated: 1/6/04

By: Marilyn Hamel
Marilyn Hamel

Title: CHIEF EXECUTIVE OFFICER