

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |
| EFFECTIVE DATE: | 04/07/2005 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|-----------------------|
| U.S. Marketing & Promotions Agency Inc. | | 04/07/2005 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|-----------------|-----------------------|
| Name: | Omnicom Holdings Inc. |
| Street Address: | 720 California Street |
| City: | San Francisco |
| State/Country: | CALIFORNIA |
| Postal Code: | 94108 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 1

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------------------|
| Registration Number: | 1945034 | USM&P U.S. MARKETING & PROMOTIONS |

CORRESPONDENCE DATA

Fax Number: (212)468-4888
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-468-4800
 Email: jkatz@dglaw.com
 Correspondent Name: Jeffrey C. Katz
 Address Line 1: 1740 Broadway
 Address Line 2: c/o Davis & Gilbert LLP
 Address Line 4: New York, NEW YORK 10019

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|--------------------|-------------------|
| NAME OF SUBMITTER: | Jeffrey C. Katz |
| Signature: | /Jeffrey C. Katz/ |

Date:

04/08/2005

Total Attachments: 1

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ASSIGNMENT

WHEREAS, U.S. Marketing & Promotions Agency Inc., a Delaware corporation (the "Assignor"), located at 23456 Hawthorne Blvd., Suite 300, Torrance, CA 90503, is the owner of the mark listed below which is registered in the United States Patent and Trademark Office.

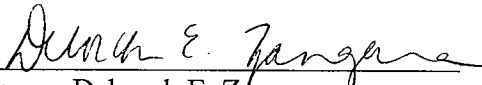
| <u>Mark Name</u> | <u>Reg. No</u> | <u>Reg. Date</u> |
|--|-----------------------|-------------------------|
| USM&P U.S. MARKETING & PROMOTIONS (and design) | 1945034 | 2-Jan-1996 |

WHEREAS, Omnicom Holdings Inc., a Delaware corporation (the "Assignee"), located at 720 California Street, San Francisco, CA 94108, is desirous of acquiring said mark and the registration thereof.

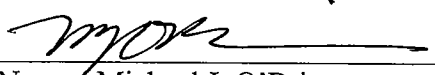
THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, the Assignor does hereby assign unto the Assignee all right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and the registration thereof, and all rights to damages or profits, due or accrued, arising out of past infringement of said mark or injury to said goodwill, and the right to sue for and recover the same in the Assignee's own name.

IN WITNESS WHEREOF, this Assignment has been executed to be effective as of the 7 day of APRIL 2005.

U.S. Marketing & Promotions Agency Inc.


Name: Deborah E. Zangara
Title: Secretary

Omnicom Holdings Inc.


Name: Michael J. O'Brien
Title: Secretary