

05-25-2007

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp.)



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United States Patent and Trademark Office

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ET MAY 23 PM 2:11

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Marathon Casa de Deportes, S.A.

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other Ecuadorian Corporation
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) 4/17/2007

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Aloy International (BVI) Ltd.

Internal

Address: Trident Chambers

Street Address: Wickman's Cay

City: Road Town

State: Tortola

Country: British Virgin Islands Zip: _____

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
78/602,436

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Alberto A. Leon, Esq.

Internal Address: _____

Street Address: 7309 Indian School Rd. NE

City: Albuquerque

State: New Mexico Zip: 87110

Phone Number: 505-883-3191

Fax Number: 505-883-3194

Email Address: aal@bdllawfirm.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 2058
Expiration Date 08/10

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

Alberto A. Leon, Esq.

Name of Person Signing

4/17/2007

Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1460

Express Mail No. EB03191781 US

OP \$40.00 78602436

Re
5.23.07

ASSIGNMENT OF TRADEMARK APPLICATION

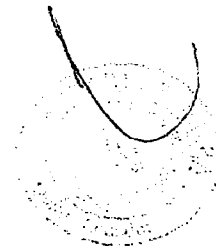
WHEREAS, Marathon Casa De Deportes, S.A., an Ecuadorian Corporation, (the "Assignor"), is the owner of all right, title and interest in the Trademark Application Serial No. 78/602,436 pending before the US Patent and Trademark Office for the trademark Marathon Sports Somos Parte De Tu Equipo and Design ("the "Trademark"); and

WHEREAS, Alroy International (BVI) Ltd., a British Islands Corporation, (the "Assignee"), is desirous of acquiring the entire right, title and interest in and to said Trademark, as hereinafter more fully set forth;

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in consideration of One Dollar (\$1.00), and other valuable and legally sufficient considerations, the receipt of which by the Assignor from the Assignee is hereby acknowledged, the Assignor has sold, assigned, and transferred, and by these presents does sell, assign, and transfer unto the Assignee, the entire right, title and interest for the United States in and to the Certificate of Trademark Registration that may issue for said Trademark together with the entire right, title and interest in and to said Trademark therefore in all countries foreign to the United States, including the full right to claim for any such applications all benefits and priority rights under any applicable convention; to have and to hold for the sole and exclusive use and benefit of the Assignee, its successors and assigns, to the full end of the term or terms for which any and all of said Trademark may issue.

And the Assignor does hereby covenant and agree, for itself and its legal representatives, that it will reasonably assist the Assignee in the making and prosecution of any other applications for Trademarks that the Assignee may elect to make covering the Trademark herein identified, as hereinbefore set forth; in vesting in the Assignee like exclusive title in and to all such other Trademarks; and in the prosecution or defense of any opposition or cancellation which may arise involving the Trademark or any application of the Trademark herein contemplated; and that it will execute and deliver to the Assignee any and all additional papers that may be requested by the Assignee to fully carry out the terms of this Assignment.


And the Commissioner of Patents and Trademarks is hereby authorized and requested to issue a certificate of the Trademark Registration to the Assignee in accordance with the terms of this Assignment.



Express Mail No. 8031191781 US

IN TESTIMONY WHEREOF, the Assignor has hereunto set his hand and affixed his seal this 15 day of May, 2007.

Marathon Casa de Deportes, S.A.


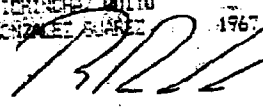


Signature _____ Date 05-15-07



Rodrigo X. Ribadeneira President
Printed Name Title



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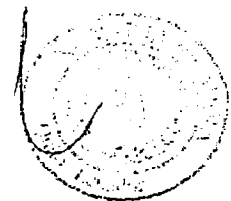


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 CIUDADANIA 1703548 RD-0
 RIBADENEIRA PARDOCCI RODRIGO XAVIER
 FICHINCHA VUELTO SANTA FE DE
 20 DE SETIEMBRE 1966
 001- 0293 0093 B
 FICHINCHA VUELTO
 RODRIGO RIBADENEIRA 1967



ECUATORIANO***** E33331222
 SEXO M CASO NO CASO
 SECUNDARIA COMERCIANTE
 RODRIGO HERNAN RIBADENEIRA
 CLANDE ROLIG PARDOCCI
 16/10/2002
 0809800



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 Consulta
 2007




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NOTARIA PRIMERA

DR. JORGE MACHADO CEVALLOS



A su cargo, los Protocolos de:

Dr. Cristóbal Salgado, Dr. Manuel Vintimilla Ortega

Dr. Vladimiro Villalba Vega

PRIMERA
 COPIA CERTIFICADA
 LEGALIZACION DE FIRMAS
 De la Escritura de:
 Otorgada por: MARATHON CASA DEPORTES S.A.

 A favor de:

 El
 Parroquia: INDETERMINADA
 Cuantía: 22 DE MAYO DEL 2007 Avalúo:
 Quito, a

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DESIGNATION OF DOMESTIC REPRESENTATIVE

Alroy International (BVI) Ltd. located at Trident Chambers, Wickham's Cay in Road Town, Tortolla, British Virgin Islands hereby appoints Alberto A. León of Bauman Dow and León, P.C. located at 7309 Indian School Road NE in Albuquerque, New Mexico 87110, a member of the bars of the states of Florida and New Mexico, USPTO Registration No. 38,223, its attorney, with full power of substitution and revocation, to prosecute this application, to make alterations and amendments, to transact all related business in the Patent and Trademark Office, to receive the Certificate of Registration, to handle all matters in the Patent and Trademark Office in connection with any registration after issuance, and to act as Applicant's domestic representative upon whom notice or process in proceedings affecting the mark which registration is sought may be served.

Alroy International (BVI) Ltd, a British Virgin Islands Corporation

By: [Signature]
Alberto A. León, Esq., (Authorized Under 37 C.F.R. Section 2.33(a))

Date: 4-17-2007

JURAT

SUBSCRIBED AND SWORN before me this 17 day of April, 2007 by Alberto A. León

[Signature]
Notary Public, State of New Mexico

My commission expires:

6/21/2010



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