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IDENTIFICATION OF APPLICATION FOR

ASSIGNMENT RECORDAL

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5-4-99

(37 CFR 3.21 and 37 CFR 3.31(a)(4))

1. This assignment is for the following patent application:

U.S. Patent No. 5,890,997 issued April 6, 1999 with inventor ERIC ROTH titled:
COMPUTERIZED SYSTEM FOR THE DESIGN, EXECUTION AND TRACKING OF
EXERCISE PROGRAMS.

TOTAL NUMBER OF PATENTS

AND TOTAL FEE (37 CFR 3.28(a)(6))

2. A. The total number of patents identified in this cover sheet is ONE (1).

B. The total fee is (37 CFR 1.21(h)):

ONE (1) x \$40.00 = \$40.00

C. Payment of fee is made by an attached check for \$ 40.00

NAME OF PARTY CONVEYING INTEREST

(37 CFR 3.31(a)(1))

3. The party conveying interest is: ERIC ROTH, a California resident, being the
one hundred percent owner of the invention claimed in the patent.

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NAME AND ADDRESS OF PARTY RECEIVING

INTEREST (37 CFR 3.31(a)(2))

4. The rights are being conveyed to PHYSICAL GENIUS, INC., a Delaware Corporation, having a principal place of business at 2445 28th Street, Santa Monica, California 90405.

DESCRIPTION OF INTEREST CONVEYED OR

TRANSACTION RECORDED (37 CFR 3.31(a)(3))

5. The accompanying document intends to accomplish an assignment.

NAME AND ADDRESS OF PARTY TO WHOM

CORRESPONDENCE SHOULD BE MAILED (37 CFR 3.31(a)(5))

6. Please address correspondence to:

Matthew F. Jodziewicz Esq.
3447 Mandeville Canyon Road
Los Angeles, California 90049-1019
Tel. (818) 772-2700
Fax: (818) 718 8626

DATE ASSIGNMENT EXECUTED

37 CFR 3.31(a)(7))

7. The attached assignment was executed on April 20, 1999.

LANGUAGE OF ASSIGNMENT TO BE RECORDED

8. The attached assignment is in the English language.

ORIGINAL DOCUMENT OR TRUE COPY SUBMITTED

9. Submitted herewith is the original document.

SIGNATURE (37 CFR 3.31(a)(9) AND

SIGNATURE (37 CFR 3.31(a)(10)

10. 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.


Matthew F. Jodziewicz
Registration No. 30,858

TOTAL NUMBER OF PAGES BEING SUBMITTED

11. The total number of pages being submitted, including cover sheet attachment(s), and documents are: FOUR (4)

ASSIGNMENT

WHEREAS, **Eric S. Roth**, a California resident (hereafter "Roth"), is the sole and exclusive owner of the following United States Patent No. **5,890,997**, Filed **April 6, 1999** for **Computerized System For the Design, Execution And Tracking Of Exercise Programs** by with Roth as the named Inventor;

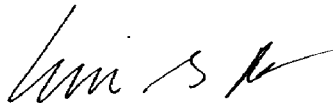
WHEREAS, Physical Genius Inc. a Delaware corporation located at 8 Woodland Rd., Newtown, PA 18940 (hereinafter "Physical Genius"), is desirous of acquiring the right, title and interest in, to and under said Patents and Patent Applications and the inventions covered thereby;

NOW, THEREFORE, in consideration of and in exchange for the sum of One Dollar (\$1.00) to Roth in hand paid by PHYSICAL GENIUS and other good and valuable consideration, the receipt of which is hereby acknowledged. Roth has sold, assigned, transferred and set over, and does hereby sell, assign, transfer and set over to PHYSICAL GENIUS, the inventions, patents and patent applications aforesaid, and any continuations, divisionals and reissues thereof. Such patent to be held and enjoyed by PHYSICAL GENIUS for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives, to the end of the term or terms for which said patents are or may be granted or reissued as fully and entirely as the same would have been held and enjoyed by Roth. Additionally, this assignment and sale shall all claims for damages by reason of past infringement of said patents, with the right to sue for and collect the same for its own use and enjoyment, and for use and enjoyment of its successors, assigns or other legal representatives.

AND, Roth hereby authorizes and requests the Commissioner of Patents and Trademarks to issue any and all letters patents of the United States on said inventions or resulting from said applications and any continuations, divisionals and reissues thereof to PHYSICAL GENIUS as assignee of the entire interest, and hereby convents that it has full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreements inconsistent herewith.

ERIC ROTH

Dated: 4/20/99



Eric Roth