

04-07-2003



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

1. Name of conveying party(ies):
Raymond B. Thompson

03/27/03

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

2. Name and address of receiving party(ies)
Name: USE YOUR HEAD UNLIMITED, INC.
Internal Address: _____

Street Address: P.O. Box 1745

City: Falls Church State: Virginia Zip: 22041

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: 3/27/2003

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) Not yet assigned

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Maurice U. Cahn

CAHN & SAMUELS, LLP

Internal Address: _____

Street Address: 2000 P Street, NW Ste. 200

City: Washington State: DC Zip: 20036-6924

6. Total number of applications and patents involved: 1

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

Enclosed

Authorized to be charged to deposit account

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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.

Maurice U. Cahn

Name of Person Signing

Signature

3/27/03

Date

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J1040 U.S. PTO
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03/27/03

ASSIGNMENT OF PATENT APPLICATION

FOR GOOD AND VALUABLE CONSIDERATION,

I, the undersigned hereby agrees to assign for good and valuable consideration, receipt of which is hereby expressly acknowledged, and do hereby sell, assign and transfer unto

USE YOUR HEAD UNLIMITED, INC.

a corporation organized under the laws of the state of Virginia as Assignee, and its successors, assigns and legal representatives, the entire right, title and interest, for all countries in and to certain inventions relating to

TENNIS STACKING PUZZLE AND PIECES

described in an application for Design Patent of the United States, identified as Attorney Docket No. 375.0008, at CAHN & SAMUELS, LLP, 2000 P Street, NW Ste. 200, Washington, DC 20036-6924 and filed concurrently on March , 2003, as Application Serial No. , and the invention(s) and improvement(s) set forth therein, and any and all continuations, continuations-in-part, divisionals, and renewals of and substitutes for said application for said Design Patent, and all the rights and privileges under any and all Design and/or Letters Patent that may be granted therefor in any country, and any reissues, or reexaminations, or extensions of said Letters Patent. I request that any and all Design and/or Letters Patent for said inventions be issued to said Assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

I agree that, when requested, I will, without charge to said Assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in said Assignee, its successors, assigns and legal representatives or nominees.

I authorize and empower the said Assignee, its successors, assigns and legal representatives or nominees, to invoke and claim for any application for patent or other form of protection for said inventions filed by it or them, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from me.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file or like document which may be required in any country for any purpose and more particularly in proof of the right of the said Assignee or nominee to claim the aforesaid benefit of the right of priority provided by the International convention which may henceforth be substituted for it.

I hereby authorize Maurice U. Cahn, attorney for Assignee, to insert the filing date and Serial number into the first paragraph of this assignment, after the application for Design Patent has been filed, and the U.S. Patent Office has assigned such application a Serial Number.

I covenant with said Assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that I have full right to convey the same as herein expressed.

IN WITNESS WHEREOF, I have hereunto signed my name on the day and year set forth below.

Raymond B. Thompson
Inventor's Signature

03/27/03
DATE

Raymond B. Thompson
Inventor's Printed Name