

01-10-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
12141999

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name **Imperial Bank**

12141999

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization **California**

Receiving Party

Mark if additional names of receiving parties attached

Name **Dennis Holt**

DBA/AKA/TA

Composed of

Address (line 1) **8544 Sunset Boulevard**

Address (line 2)

Address (line 3) **Los Angeles** **California** **90069**

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

01/10/2000 DNGUYEN 00000051 200052 75466014

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002008 FRAME: 0081

FORM PTO-1618B
Expires 06/30/99
OMB 0851-0027

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75466014"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2113733"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved.

#

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Christine E. Wilson

Christine E. Wilson

Cynthia Jordan

Cynthia Jordan

12-16-99

Name of Person Signing

Signature

Date Signed

TRADEMARK

REEL: 002008 FRAME: 0082

ASSIGNMENT OF TRADEMARK

WHEREAS, Imperial Bank, a California banking corporation (hereinafter "Assignor") possesses and owns an interest in the trademarks "Fly Girls" (United States Trademark Registration Number 2113733) and "Teen Queen" (United States Trademark Serial Number 75-466014) registered in the United States Patent and Trademark Office (hereinafter collectively referred to as "the said marks"); and

WHEREAS, Dennis Holt, an individual (hereinafter "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the said marks and the registration therefor, together with the goodwill of the business in connection with which the said marks is used and which is symbolized by the said marks, along with the right to recover for damages and profits for past infringements thereof without recourse or warranty except as stated herein.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said marks and the registration therefor for the United States and throughout the world together with the goodwill of the business in connection with which the said marks is used and which is symbolized by the said marks, along with the right to recover for damages and profits for past infringements thereof without recourse or warranty except as stated herein.

Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts may require in order to vest all Assignor's rights, title, and interest in and to the said marks Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.

"Assignor"

IMPERIAL BANK,
A California banking corporation

By: Cynthia Jordan
Its: Vice President

ACKNOWLEDGEMENT

State of California)
)
) ss.
County of Los Angeles)

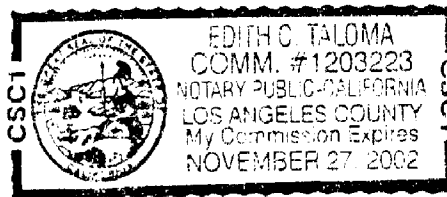
On December 14, 1999, before me, the undersigned, a Notary Public in and for said State, personally appeared Cynthia H. Jordan

personally known to me (or ~~proved to me on the basis of satisfactory evidence~~) to be the person~~s~~ whose name~~s~~ is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity~~(ies)~~, and that by his/~~her/their~~ signature~~s~~ on the instrument the person~~s~~, or the entity upon behalf of which the person~~s~~ acted, executed this instrument.

WITNESS my hand and official seal.

Edith C. Taloma

Notary Signature



(Notary Seal)