

08-22-2000

FORM PTO-1594
1-31-92

RECORD
TR



101438344

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
ALLSPORT PHOTOGRAPHIC LTD.

7-26-00

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State UNITED KINGDOM
 Other _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party:

Name: ALLSPORT PHOTOGRAPHY, USA INC.
Internal Address: SUITE A300
Street Address: 17383 SUNSET BOULEVARD
City: PACIFIC PALISADES State: CALIFORNIA
ZIP: 90272

Individual(s) citizenship _____
 Association
 General Partnership Limited Partnership
 Corporation - State CALIFORNIA
 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)
Additional name(s) & address(es) attached: Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Dates:
1) July 19, 2000 3) _____
2) _____ 4) _____

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

A. Trademark Application No(s).
B. Trademark Registration No(s).
1,580,747

Additional numbers attached? Yes No

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

Name: WILLIAM O. FERRON, JR.
Internal Address: SEED INTELLECTUAL
PROPERTY LAW GROUP PLLC
Street Address: 701 FIFTH AVENUE, SUITE 6300
City: SEATTLE State: WA ZIP: 98104-7092

6. Total number of applications and registrations involved.....1

7. Total Fee (37 CFR 3.41):\$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-1090
(Attach duplicate copy of this page if paying by deposit account)

08/21/2000 MTHAI1 00000269 1580747
01 FC:481 40.00 0P

DO NOT USE THIS SPACE

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.

WILLIAM O. FERRON, JR. [Signature] July 21, 2000
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

ASSIGNMENT

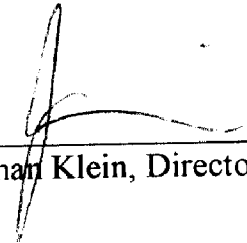
WHEREAS, Allsport Photographic Ltd., ASSIGNOR, a corporation of the United Kingdom, has adopted and used in its business the trademark "ALLSPORT," which is registered in the United States Patent and Trademark Office under Registration No. 1,580,747 and which issued January 30, 1990;

WHEREAS, Allsport Photography, USA Inc., ASSIGNEE, a corporation of the State of California having a place of business at 17383 Sunset Boulevard, Suite A300, Pacific Palisades, California 90272, is desirous of acquiring said trademark and ownership of said registration.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that for and in consideration of One Dollar (\$1.00) and other good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, said ASSIGNOR, by these presents, does sell, assign and transfer unto ASSIGNEE the entire right, title and interest in and to said trademark, registration and the goodwill of the business in connection with which said trademark is used and all claims for damages by reason of past infringement of the trademark and registration, and the right to sue for and collect such damages.

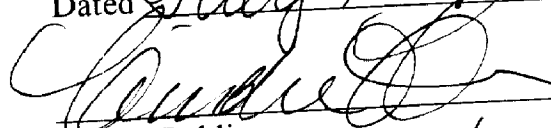
July 19, 2000
Date



Jonathan Klein, Director

State of Washington
County of WA

I certify that I know or have satisfactory evidence that Jonathan Klein signed this instrument, on oath stated that he was authorized to execute the instrument, and acknowledged it as the director for Allsport Photography Ltd. to be the free and voluntary act of such corporation for the uses and purposes mentioned in the instrument.

Dated July 19, 2000


Notary Public
My appointment expires Nov. 19, 2002