

12-26-2000

COVER SHEET
ONLY

Docket No.:

Tab settings

12.5.00

To the Honorable Commissione

and the attached original documents or copy thereof.

101561398

1. Name of conveying party(ies):

Marie Michelle Leiner

2. Name and address of receiving party(ies):

Name: Big Train, Inc.

Internal Address:

Street Address: 30331 Esperanza

City: Rancho Santa Margarita State: CA ZIP: 92688

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State California

Other

If assignee is not domiciled in the United States, a domestic designation is Yes No

(Designations must be a separate document from

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

Individual(s)

General Partnership

Corporation-State

Other

Additional names(s) of conveying party(ies)

Yes No

3. Nature of conveyance:

Assignment

Security Agreement

Other

Merger

Change of Name

Execution Date: November 14, 2000

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

A. Trademark Application No.(s)

76/134,830

B. Trademark Registration No.(s)

Additional numbers

Yes No

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

Name: Cory M. Amron, Esquire

Internal Address: Vorys Sater Seymour and Pease LLP

Street Address: 1828 L Street, N.W.; 11th Floor

City: Washington

State: DC ZIP: 20036

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:

22-0585

12/22/2000 DNGUYEN 00000414 76134830

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40.00 DP

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.

Cory M. Amron

Name of Person Signing

Cory Amron
Signature

December 1, 2000

Date

3

Total number of pages including cover sheet, attachments, and

ASSIGNMENT

TRADEMARK AND APPLICATION

Marie Michelle Leiner, with an office at 277 Prospect Avenue, Little Silver, New Jersey 07739 ("Seller") is the owner of the trademark listed on Schedule 1 attached hereto (the "Trademark") and the application for registration thereof which is also listed on Schedule 1 attached hereto.

Seller has agreed, under an Asset Purchase Agreement dated October 20, 2000, to sell, assign and transfer the Trademark and the application for registration thereof to Big Train, Inc., a California corporation with offices at 30331 Esperanza, Rancho Santa Margarita, California 92688 ("Buyer").

Accordingly, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Seller, Seller does hereby sell, assign, transfer and convey to Buyer (1) the Trademark, (2) the goodwill associated with and symbolized by the Trademark, (3) all rights to sue for past infringement of the Trademark, and (4) the application for registration of the Trademark identified on Schedule 1 attached hereto.

In witness whereof, Seller has executed this Assignment this 14 day of November 2000.

Lynn Falk
11/14/00
Lynn Falk
Notary Public of New Jersey
My Commission Expires
August 13, 2004

Marie Michele Leiner
MARIE MICHELLE LEINER

SCHEDULE 1

Trademark

Serial Number

File Date

Eastern Chai

76-134,830

September 20, 2000