

Form PTO-1594
(Rev. 03/01)

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Tab settings

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Great Earth International, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Great Earth Companies, Inc.

Internal

Address: _____

Street Address: 140 Lauman Lane

Hicksville

City: _____ State: NY Zip: 11801

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- 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 Date: Jan. 1, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2124247

Additional number(s) attached Yes No

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

Name: Jay H. Geller

Internal Address: _____

Street Address: West Tower, Suite 4000

2425 W. Olympic Bl.

Santa Monica

City: _____ State: CA Zip: 90404

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: 50-1284

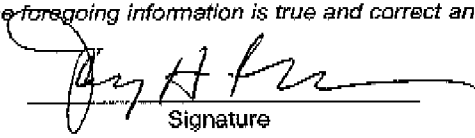
(Attach duplicate copy of this page if paying by deposit account)

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.

Jay H. Geller
Name of Person Signing


Signature

April 23, 2003
Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

Whereas Great Earth International, Inc. has adopted and is using the following trademark for which it has obtained United States Patent and Trademark Registration, No. 2,124,247;

Whereas, Great Earth Companies, Inc. is desirous of acquiring said mark;

Now, therefore, for valuable consideration, receipt of which is hereby acknowledged, said Great Earth International, Inc. does hereby assign unto said Great Earth Companies, Inc. all right, title and interest in and to the mark together with the good will of the business symbolized by the mark, and the above referenced trademark registration.

Dated this 1st day of January, 1999.

Great Earth International, Inc.

By Mel Rich
Mel Rich
President