

12-02-1999



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

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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):

Gordon Ecker Productions, Inc.

- Individual(s)
- General Partnership
- Corporation-State California
- Other

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: November 5, 1999

2. Name and address of receiving party(ies)

Name: Soundstorm, Inc.

Internal Address:

Street Address: 639 S. Glenwood Place.

City: Burbank State: CA ZIP: 91506

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,102,104

Additional numbers attached? Yes No

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

Name: Jill M. Pietrini, Esq.

Internal Address:

Manatt, Phelps & Phillips, LLP

Street Address: 11355 W. Olympic Blvd.

City: Los Angeles State: CA ZIP: 90064

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:

DA 131 241

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

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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

Jill M. Pietrini

Name of Person Signing

Signature

November 12 1999

Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK
REEL: 001994 FRAME: 0594

NUNC PRO TUNC

ASSIGNMENT OF TRADEMARK AND
THE UNITED STATES REGISTRATION THEREOF

WHEREAS, Gordon Ecker Productions, Inc., organized and existing under the laws of the State of California, having a principal place of business at 639 South Glenwood Place, Burbank, California 91506 (hereinafter "ASSIGNOR"), acquired, adopted and used, and thereby, owned all rights, title and interests in and to the trademark and United States Registration thereof identified below (hereinafter the "Mark" and "Registration", respectively), along with the goodwill of the businesses appurtenant to said Mark:

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
SOUNDSTAR	2,102,104	September 30, 1997

WHEREAS, on or about January 1999 (hereinafter the "Effective Date"), by virtue of an oral assignment, the Mark and Registration thereof were acquired by Soundstorm, Inc., a corporation organized and existing under the laws of the State of California, having a principal place of business at 639 South Glenwood Place, Burbank, California 91506 (hereinafter referred to as "ASSIGNEE") from ASSIGNOR.

WHEREAS, ASSIGNEE has succeeded to the business, assets and appurtenant goodwill of ASSIGNOR.

WHEREAS, ASSIGNEE desires to formalize its acquisition of the entire right, title and interest in and to the Mark and the Registration, and the attendant goodwill symbolized thereby, nunc pro tunc the Effective Date, and further to correctly, fully and completely reflect the proper chain of title in and to the Mark and Registration in the records of the United States Patent and Trademark Office.

NOW THEREFORE, be it known that ASSIGNOR, by these presents, does hereby expressly acknowledge its prior assignment of the Mark and Registration to ASSIGNEE on the Effective Date, and for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE, its successors, assigns and legal representatives, nunc pro tunc the Effective Date, the full and entire right, title and interest in and to the Mark and Registration identified hereinabove, and the attendant goodwill symbolized thereby, the same to vest in ASSIGNEE immediately.

Further, ASSIGNOR hereby agrees that ASSIGNEE shall have the right to record this instrument of assignment with the United States Patent & Trademark Office so as to establish ASSIGNEE as owner of record of the Mark and Registration.

ASSIGNOR hereby represents and warrants that, as of the Effective Date, (i) it was the sole owner of the Mark and the goodwill associated therewith; (ii) it had theretofore granted no licenses to any other party to use the Mark; and (iii) it was not then aware of any third party who

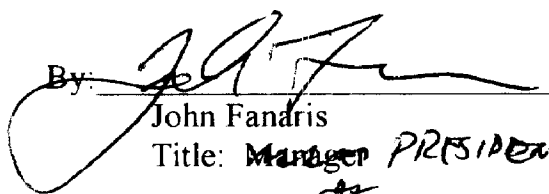

had asserted a claim of any ownership right, title and interest in the Mark, or any of them, or any other rights or interests therein which were adverse to those of ASSIGNOR.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt for which is hereby acknowledged, ASSIGNOR, hereby assigns to ASSIGNEE all right, title and interest in the United States and in any other country in the world in and to the Mark and Registration, together with the good will of the business symbolized by the Mark and the Registration, and any and all claims, demands, and causes of action for infringement, of the Mark, past, present and future, and all of the proceeds from the foregoing.

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed by its duly authorized corporate officer as of the effective date who hereby acknowledges the aforesaid oral assignment.

SOUNDSTORM, INC.

Date: 11/5/99

By: 
John Fanaris
Title: ~~Manager~~ PRESIDENT


State of CALIFORNIA }

} SS

County of LOS ANGELES }

On this 5TH day of NOVEMBER, 1997, before me EDDIE MORALES
_____, the undersigned Notary Public, personally appeared JOHN MICHAEL
FANAKIS

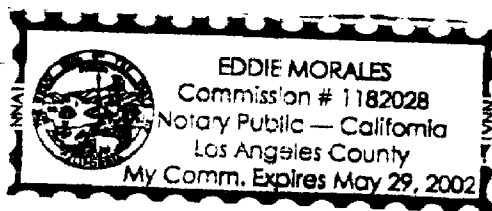
_____ personally known to me **OR**

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 the instrument.

WITNESS my hand and official seal.

Eddie Morales

Notary's Signature



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