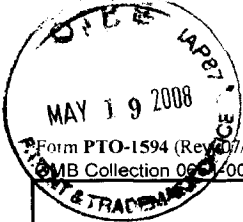


05-22-2008



DEPARTMENT OF COMMERCE
Patent and Trademark Office



Form PTO-1594 (Rev. 07/05)
OMB Collection 0600-0027 (exp. 6/30/2008)

RECORDATION NUMBER 103504303
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

S-19108

1. Name of conveying party(ies):

Boston Fan, LLC

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other Limited Liability Company

Citizenship (see guidelines) Massachusetts

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) April 15, 2008

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Best Fan, LLC

Internal Address: _____

Address: _____

Street Address: 290 South Street

City: Walpole

State: MA

Country: United State Zip: 02081

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other LLC Citizenship Massachusetts

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

77175199

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Greatest Sports Town in America

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

Name: Mary Landergan

Internal Address: _____

Street Address: Rich May, P.C.

176 Federal Street

City: Boston

State: MA Zip: 02110

Phone Number: 617-556-3800

Fax Number: 617-556-3890

Email Address: mlandergan@richmaylaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 3724
Expiration Date 08/10

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

Mary E Landergan
Signature

5/15/08
Date

Mary Landergan

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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FILED
APR 15 2008


2008 Annual Report
of
Boston Fan, LLC

SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

Pursuant to the provisions of the Massachusetts Limited Liability Company Act, the undersigned hereby submits the following information as its annual report for 2008 to the Secretary of the Commonwealth of Massachusetts together with the annual filing fee of five hundred dollars (\$500.00) and certifies as follows:

1. Name of the Limited Liability Company. The name of the limited liability company (the "LLC") is Boston Fan, LLC, organized under the laws of Massachusetts.
2. Office of the Limited Liability Company. The address of the office of the LLC in the Commonwealth required to be maintained by §5 of the Act is c/o T.R. Miller Co. Inc., 290 South Street, Walpole, MA 02081.
3. Agent for Service of Process. The name and address of the resident agent for service of process for the LLC is Stephen Ewanouski, c/o T.R. Miller Co. Inc., 290 South Street, Walpole, MA 02081.
4. Date of Dissolution. The LLC is to have no specific date of dissolution.
5. Managers. The Manager of the LLC is Stephen Ewanouski.
6. Business of the LLC. The general character of the business of the LLC is to produce and sell sports wear and memorabilia and to engage in any lawful business, trade, purpose or activity not prohibited by the Act.
7. Execution of Documents. Stephen Ewanouski is authorized to execute on behalf of the LLC any documents to be filed with the Secretary of the Commonwealth of Massachusetts and of any other state in which the LLC may register.
8. Execution of Documents Relating to Real Property. Stephen Ewanouski is authorized to execute, acknowledge, deliver and record any recordable instrument on behalf of the LLC purporting to affect an interest in real property.
9. Amendment to Article 1 of the Certificate of Organization. The Certificate of Organization of the LLC is amended as follows: the name of the LLC is hereby changed from Boston Fan, LLC to Best Fan, LLC.

IN WITNESS WHEREOF, the undersigned hereby affirms under the penalties of perjury that the facts stated herein are true, this ___ day of April, 2008

By: 
Stephen Ewanouski - Manager