

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Open Enterprises, Inc.		08/01/2008	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Barnaby Ltd
Doing Business As:	DBA Good Vibrations
Street Address:	934 Howard Street
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94103
Entity Type:	LIMITED LIABILITY COMPANY: OHIO

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3258167	DOWN THERE PRESS
Registration Number:	3074265	G-MARKS THE SPOT
Registration Number:	2813376	GOOD VIBES
Registration Number:	3018459	GOOD VIBES
Registration Number:	3631427	GOOD VIBRATIONS
Registration Number:	3589179	GOOD VIBRATIONS
Registration Number:	2040239	GOOD VIBRATIONS
Registration Number:	1873830	HEROTICA
Registration Number:	2990323	

CORRESPONDENCE DATA

Fax Number: (503)778-5499
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 503-778-5320

CH \$240.00 3258167

Email: almurray@dwt.com
Correspondent Name: J. Alfred Murray, Davis Wright Tremaine
Address Line 1: 1300 SW Fifth Avenue, Suite 2300
Address Line 4: Portland, OREGON 97201-5630

ATTORNEY DOCKET NUMBER:	64783-2 RN 3258167
NAME OF SUBMITTER:	J. Alfred Murray, Davis Wright Tremaine
Signature:	/J. Alfred Murray/
Date:	01/25/2010

Total Attachments: 2
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TRADEMARK ASSIGNMENT

WHEREAS, **Open Enterprises, Inc.**, a California company with a principal place of business at 934 Howard Street, San Francisco, California 94103, U.S.A. ("Assignor"), is the owner of the trademarks, service marks, and associated registrations listed herein in Schedules A (U.S.) and B (foreign);

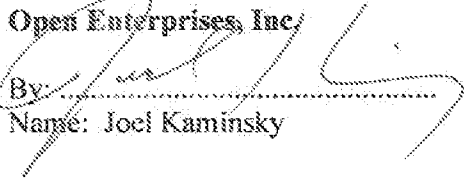
WHEREAS, **Barnaby Ltd dba Good Vibrations**, an Ohio limited liability company with a principal place of business at 934 Howard Street, San Francisco, California 94103, U.S.A. ("Assignee"), is desirous of acquiring said trademarks, service marks, and registrations;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest, including common law rights, in the United States of America and all other countries and jurisdictions of the world in and to said trademarks, service marks, and registrations together with the goodwill of the business associated therewith and symbolized thereby, and all rights, interests, claims and demands recoverable in law or in equity, that Assignor has or may have in profits and damages for past, present and future infringements thereof, including but not limited to the right to compromise, sue for and collect said profits and damages.

We agree that the assignee be recorded in the Registers of the respective Trademark Offices.

The effective date of this assignment is August 1, 2008.

Open Enterprises, Inc.

By: 
Name: Joel Kaminsky

DECLARATION OF ACCEPTANCE

We have accepted the above assignment and agree that we be recorded in the Register of the respective Trademark Registries.

934 HOWARD ST., SAN FRANCISCO, CA, dated JANUARY 19, 2010
(Place)

Barnaby Ltd


- Assignee -


(Signature)

JACKIE STRANO
(Name and Title of the Official Representative)

CHIEF OPERATIONS OFFICER

Open Enterprises, Inc.
Schedule A - Active U.S. Trademark Registrations

<u>Mark</u>	<u>Registration Number/Date</u>	<u>Application Number/Date</u>
DOWN THERE PRESS	3,258,167 July 3, 2007	78/875453 May 3, 2006
G-MARKS THE SPOT	3,074,265 March 28, 2006	78/264462 June 19, 2003
GOOD VIBES	2,813,376 February 10, 2004	76/101311 August 1, 2000
GOOD VIBES	3,018,459 November 22, 2005	78/244136 April 30, 2003
GOOD VIBRATIONS	3,631,427 June 2, 2009	78/855571 April 6, 2006
GOOD VIBRATIONS	3,589,179 March 10, 2009	78/944028 August 3, 2006
GOOD VIBRATIONS	2,040,239 February 25, 1997	75/051461 January 31, 1996
HEROTICA	1,873,830 January 17, 1995	74/480379 January 19, 1994
(Design of Woman) 	2,990,323 August 30, 2005	78/244132 April 30, 2003