

05-19-1998

SHEET

Docket No.:

ONLY

COMR400



Tab settings

To the Honorable Commissioner

100714359

and the attached original documents or copy thereof.

1. Name of conveying party(ies):

Tivolie Fashions, Inc.; Robert Comstock Associates, LP
Comstock Partnership

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

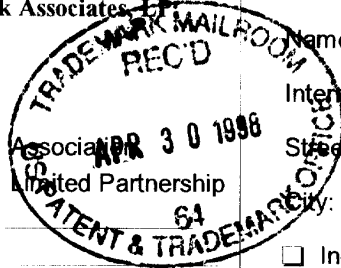
Name: Robert Comstock, LLC

Internal Address:

Street Address: 405 South 8th Street, #201

City: Boise State: ID ZIP: 83702

- Individual(s)
- General Partnership
- Corporation-State New York
- Other



Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State

Other Limited Liability Corporation

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

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

3. Nature of conveyance:

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

Execution Date: October 25, 1995

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

A. Trademark Application No. (s)

B. Trademark Registration No. (s)

Refund Ref: 05/18/1996 TTON11 0000060956

1,265,790;	1,484,353;	1,744,586;
1,388,384;	1,485,322;	1,833,904;
1,453,243;	1,743,240;	1,851,121;

CHECK Refund Total: \$135.00

Additional numbers attached? Yes No

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

Name: Frank J. Dykas

Internal Address: PO Box 877

Boise, Idaho 83701-0877

Street Address: 802 W. Bannock, #1100

City: Boise State: ID ZIP: 83702

6. Total number of applications and registrations involved:.....

10

7. Total fee (37 CFR 3.41):.....\$ \$400.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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.

Frank J. Dykas

Name of Person Signing

Signature

April 28, 1998

Date

REEL: 1737 FRAME: 0476

WIPV 41-50-98

00000220 1265790
05/18/1996 TTON11
40.00 BP
225.00 BP

SCHEDULE A

TRADEMARK
REEL: 1737 FRAME: 0477

ROBERT COMSTOCK LLC
US TRADEMARKS

Mark:

Docket No. COMR410
Filing Date: 09/29/1982
Serial No. 73/393,035
Reg. Date: 01/31/1984
Reg. No. 1,265,790
Class: 25

OFFSIDES!

Docket No. COMR422
Filing Date: 09/03/1986
Serial No. 73/556,355
Reg. Date: 04/01/1986
Reg. No. 1,388,384
Class: 25

VERTICAL

Docket No. COMR411
Filing Date: 03/14/1984
Serial No. 73/470,121
Reg. Date: 08/18/1987
Reg. No. 1,453,243
Class: 25

ENDURANCE

Docket No. COMR414
Filing Date: 04/06/1987
Serial No. 73/653,316
Reg. Date: 04/12/1988
Reg. No. 1,484,353
Class: 25

EXPEDITION BY ROBERT COMSTOCK

Docket No. COMR413
Filing Date: 12/22/1986
Serial No. 73/636,852
Reg. Date: 04/19/1988
Reg. No. 1,485,322
Class: 25

EXPEDITION BY ROBERT COMSTOCK

Docket No. COMR419
Filing Date: 09/21/1990
Serial No. 74/099,219
Reg. Date: 04/14/1992
Reg. No. 1,683,021
Class: 25

ENDURANCE COMSTOCK

Docket No. COMR417
Filing Date: 09/04/1990
Serial No. 74/093,781
Reg. Date: 12/29/1982
Reg. No. 1,743,240
Class: 25

VERTICAL

Docket No. COMR418
Filing Date: 09/04/1990
Serial No. 74/093,782
Reg. Date: 01/05/1993
Reg. No. 1,744,586
Class: 25

VERTICAL

Docket No. COMR421
Filing Date: 07/21/1993
Serial No. 74/415,572
Reg. Date: 05/03/1994
Reg. No. 1,833,904
Class: 25

ENDURANCE

Docket No. COMR420
Filing Date: 02/17/1993
Serial No. 74/359,908
Reg. Date: 08/23/1994
Reg. No. 1,851,121
Class: 25

ROBERT COMSTOCK OESTE

TRADEMARK ASSIGNMENT

WHEREAS, Tivolie Fashions, Inc. ("Tivolie"), a New York corporation, with its principal place of business at 1385 Broadway, New York, New York, is the owner of 50% of the ownership interest in the trademarks listed on the attached Schedule A (the "U.S. Marks");

WHEREAS, Robert Comstock Associates, L.P. ("Comstock L.P."), a New York limited partnership, with its principal place of business at 301 West 57th Street, New York, New York, is the owner of 50% of the ownership interest in the U.S. Marks;

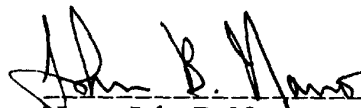
WHEREAS, each of Tivolie and Comstock L.P. have granted exclusive licenses of the U.S. Marks to Comstock-Tivolie Co., a New York general partnership ("Comstock Partnership");

WHEREAS, each of Comstock Partnership and Comstock L.P. have assigned and otherwise pledged their interests in the U.S. Marks to Tivolie as security for the obligations of Comstock Partnership to Tivolie under a Trade Credit Agreement dated as of January 1, 1994;

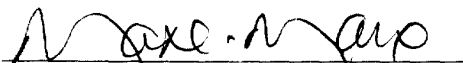
WHEREAS, Robert Comstock, LLC ("Newco"), is desirous of acquiring all of the interest in the U.S. Marks;

Be it known that for good and valuable consideration, the receipt of which is hereby acknowledged, each of Tivolie, Comstock L.P., and Comstock Partnership do hereby assign unto Newco all of their respective rights, title and interest in and to the U.S. Marks, together with the goodwill of the business symbolized by the U.S. Marks, as of September 29, 1995.

TIVOLIE FASHIONS, INC.

By: 
Name: John B. Nano
Title: Executive Vice President

Sworn to before me this
25th day of October, 1995

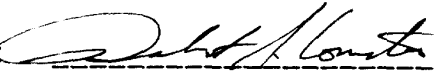

Notary Public

MAX C. MARX
Notary Public, State of New York
No. 4815622
Qualified in Westchester County
Certificate filed in New York County
Commission Expires March 30, 1996

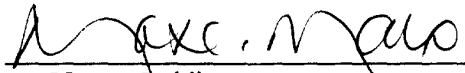
TRADEMARK
REEL: 1737 FRAME: 0480

ROBERT COMSTOCK ASSOCIATES, L.P.

BY: ROBERT COMSTOCK, INC.,
its general partner

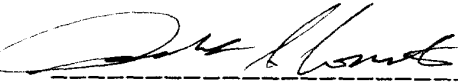
By 
Name: Robert S. Comstock
Title: President

Sworn to before me this
21st day of October, 1995

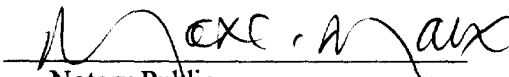

Notary Public

MAX C. MARX
Notary Public, State of New York
No. 4815622
Qualified in Westchester County
Certificate filed in New York County
Commission Expires March 30, 1996
Date: as of September 29, 1995

COMSTOCK-TIVOLIE CO.

By 
Name: Robert S. Comstock
Title: Co-President

Sworn to before me this
21st day of October, 1995


Notary Public

MAX C. MARX
Notary Public, State of New York
No. 4815622
Qualified in Westchester County
Certificate filed in New York County
Commission Expires March 30, 1996