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Packet No.:

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To the Honorable Commissioner of F

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Jasmine Ltd.

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

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

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

Name: James J. Cain, Trustee to Summit Bank, FKA
United Jersey Bank

Internal Address

Street Address: 4900 Route 70 East

City: Pennsauken State NJ ZIP: 08109

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State

Other Chapter 7 Trustee of Bankruptcy Estate of
Jasmine Ltd.

If assignee is not domiciled in the United States, a domestic designation is Yes N

(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: January 26, 1998

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

A. Trademark Application No. (s)

74/410,528

B. Trademark Registration No.(s)

Additional numbers Yes No

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

Name: Alan M. Sack, Esq.

Internal Address: Hoffmann & Baron, LLP

Street Address: 350 Jericho Turnpike

City: Jericho State: NY ZIP: 11753

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

08-2461

06/30/1998 DNGUYEN 00000088 74410528

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40.00 DP

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.

Livia Boyadjian

Name of Person Signing

Livia Boyadjian
Signature

June 10, 1998
Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

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BILL OF SALE

**James J. Cain,
Trustee To Summit Bank, F\K\A
United Jersey Bank**

WHEREAS, the Seller is the Owner of the assets of Jasmine Ltd., by the reason of having been appointed Chapter 7 Trustee of the Bankruptcy Estate of Jasmine Ltd., a case pending before the United States Bankruptcy Court for the District of New Jersey under Case No. 96-10129\GMB; and

WHEREAS, Jasmine Ltd., is the Owner of certain trademarks utilizing the word "Jasmin" or "Jasmine" in the United States and abroad, including, but not limited to, Jasmine Kids, US Registration No. 1,896,981; Jasmine Sports Club (US Serial No. 74-410,528); Third Edition by Jasmin (Canadian Registration No. TMA382,468); and Jasmine (Canadian Registration No. 1279501, TMA/334,915) as well as the goodwill of the business symbolized by the trademarks, together representing the remaining part of the business of Jasmine Ltd., relating to footwear, clothing or apparel sold in conjunction with the name "Jasmine" or "Jasmin" other than that previously sold to Summit Bank pursuant to a Tradename Purchase Agreement TPA dated September 5, 1996 (hereinafter referred to as the "Personalty"); and

WHEREAS, a Trademark Purchase Agreement was entered into by and between the parties on November 20, 1997, subsequent to the Information for Notice of Private Sale of said Personalty to Summit Bank, which was filed with the Clerk of the Bankruptcy Court on December 8, 1997; and

WHEREAS, the Clerk of the Bankruptcy Court served a Notice of Proposed Private Sale on all creditors and interested parties on or about December 17, 1997, advising such persons of the terms of sale to Summit Bank and providing that if no objections were filed and received by the Seller before January 1, 1998 the sale would be consummated on or after January 6, 1998; and

WHEREAS, no objections to the sale have been filed or served on the Seller, and a Certification of No Objection having been filed with the Clerk on or about January 9, 1998, confirming the sale to Summit Bank;

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that I, James J. Cain, Trustee In Bankruptcy for Jasmine Ltd., (United States Bankruptcy Court for the District of New Jersey - Case No. 96-10129\GMB), in consideration for the total amount of [REDACTED], by way of credit bid in the amount of [REDACTED] and cash payment in the amount of [REDACTED], paid by Summit Bank, receipt which is hereby acknowledged, have granted, bargained, sold, conveyed, transferred and delivered and by these presents do bargain, sell, grant, convey, transfer and deliver unto Summit Bank all of his right, title and interest in the Personalty.

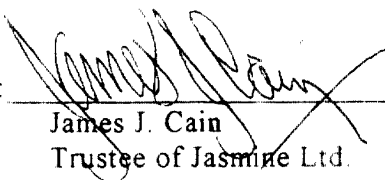
This Bill of Sale is without any warranty whatsoever as to the assets being transferred except that the transfer is free and clear of liens.

IN WITNESS WHEREOF, I have hereunto set my hand and seal

this 26 day of January, 1998.

TRANSFERROR:
Jasmine, Ltd.

By: _____


James J. Cain
Trustee of Jasmine Ltd.

William M. Sanders
Witness:

2583095.01