

09-24-1998

U.S. Patent & TMO/TM Mail Rcpt Dt. #22

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10-21-1998



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Attached original documents or copy thereof.

1. Name of conveying party(ies):

SEGEL PARTNERSHIP II, L.P.

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

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

3. Nature of conveyance:

- Assignment
Security Agreement
Other
Merger
Change of Name

Execution Date: August 26, 1998

2. Name and address of receiving party(ies)

Name: QVC, INC.

Internal Address:

Street Address: 1200 Wilson Drive

City: West Chester State: PA ZIP: 19380

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

2,093,359

10/20/1998 SBURNS 00000131 040475 2093359

01 FC:481 40.00 CH

Additional numbers attached? Yes No

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

Name: Glenn A. Gundersen

Internal Address: Dechert Price & Rhoads
4000 Bell Atlantic Tower

Street Address: 1717 Arch St

City: Philadelphia State: PA ZIP: 19103

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:

04-0475

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

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.

Terence A. Dixon
Name of Person Signing

Signature

9/24/98
Date

Total number of pages including cover sheet, attachments, and document: 3

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

ASSIGNMENT OF TRADEMARKS

COMMONWEALTH OF PENNSYLVANIA :
: ss.
COUNTY OF CHESTER :

WHEREAS SEGEL PARTNERSHIP II, L.P. ("Assignor"), a Delaware limited partnership with offices at 1038 Raffles Lane, Bryn Mawr, Pennsylvania 19010, has adopted, used and is using the trademarks shown in Schedule A hereto in its cosmetics and skin care business;

AND WHEREAS QVC, INC. ("Assignee"), a Delaware corporation with offices at 1200 Wilson Drive, West Chester, Pennsylvania 19380, has on this date acquired from Assignor certain assets and property used in Assignor's cosmetics and skin care business and is desirous of acquiring the trademarks shown in Schedule A hereto and any other trademarks, service marks and trade names used in such business (collectively, the "Trademarks"), the registrations and applications for registration of the Trademarks shown in Schedule A and any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Trademarks, together with the registrations and applications for registration of the Trademarks shown in Schedule A, any other registrations and applications for registration of the Trademarks, in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Trademarks, all claims for damages by reason of past, present and future infringement of the Trademarks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and the goodwill of the business symbolized by the Trademarks.

Dated: August 26, 1998

SEGEL PARTNERSHIP II, L.P.

By *Joseph M. Segel*
Joseph M. Segel
Partner

Subscribed and sworn to
before me on August 26, 1998

Anne G. Cameron
Notary Public



Notarial Seal
Anne G. Cameron, Notary Public
Lower Merion Twp., Montgomery County
My Commission Expires Jan. 2, 2001
Member, Pennsylvania Association of Notaries

EXHIBIT A

U.S. Registrations

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
LE MIRADOR	2,093,359	September 2, 1997

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RECORDED: 09/24/1998

TRADEMARK
REEL: 1801 FRAME: 0695