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100914253

TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

RECORDATION FORM COVER SHEET

TO THE ASSISTANT COMMISSIONER FOR TRADEMARKS:

Please record the attached original documents or copy thereof:

1. Name and address of conveying party:

Elangy Corporation
an New Jersey corporation
3 Ethel Road
Edison, New Jersey 08820

2. Name and address of receiving party:

Merksamer Jewelers, Inc.
a California corporation
3800 SE 22nd Avenue
Portland, Oregon 97202

I HEREBY CERTIFY THAT THE FOREGOING DOCUMENTS ARE BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL, POSTAGE PREPAID, IN AN ENVELOPE ADDRESSED TO: BOX ASSIGNMENT, COMMISSIONER FOR PATENTS AND TRADEMARKS, WASHINGTON, D.C. 20231

Denise J. Davis

Signature

Denise J. Davis

Name

November 20, 1998

Date of Deposit

3. Nature of conveyance: Assignment

Execution Date: October 4, 1998

4. Registration number:

<u>Registration No.</u>	<u>Mark</u>	<u>Registration Date</u>
1,191,876	Littman	March 9, 1982
1,192,759	SM (Design)	March 30, 1982
1,180,069	Star Mist	December 1, 1981

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

Milissa J. Statz
Stoel Rives LLP
900 S.W. Fifth Avenue, Suite 2300
Portland, Oregon 97204
(503) 224-3380

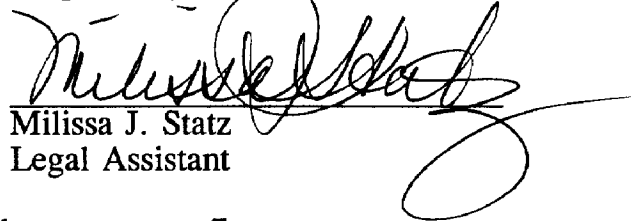
6. Total number of registrations involved: 3

7. Total fee (37 CFR 3.41): \$90.00

1003/1596 JWH/KINS 00000013 1191876
40.00 UP
50.00 UP

8. The Commissioner is hereby authorized to charge any additional fees which may be required in connection with the recording of this document or to credit any overpayment to Deposit Account No. 19-4455.
9. 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.

Respectfully submitted,



Milissa J. Statz
Legal Assistant

Total number of pages comprising cover sheet and conveyance: 7

Date: November 20, 1998
STOEL RIVES LLP
900 SW Fifth Avenue, Suite 2600
Portland, Oregon 97204-1268
Telephone: (503) 224-3380
Attorney Docket No. 49900/395

ASSIGNMENT OF TRADEMARK

WHEREAS, ELANGY CORPORATION, a New Jersey a principal place of business at 3 Ethel Road, Edison, New Jersey 08820 (hereinafter referred to as the "Assignor"), has used and is the owner of the trademarks set forth on Schedule A attached hereto and made a part hereof (the "Marks"); and

WHEREAS, MERKSAMER JEWELERS, INC, a California corporation, having a principal place of business at 3800 SE 22nd Avenue, Portland, Oregon 97202 (hereinafter referred to as the "Assignee"), is desirous of acquiring any and all rights that the Assignor may have in and to the said Marks and the registrations therefor, together with the goodwill of the business in connection with which the said Marks are used and which are symbolized by the said Marks, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby assign unto Assignee all right, title and interest in and to the said Marks, and the registrations therefor for the United States and throughout the world, together with the goodwill of the business in connection with which the said Marks is used and which is symbolized by the said Marks, along with all rights of action, powers and benefits accruing to the Marks, including without limitation, the right to recover for damages and profits for past infringements thereof.

Assignor agrees to execute and deliver at the request of Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's rights, title and interest in and to the said Marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of the Assignor.

IN WITNESS WHEREOF, this Assignment is executed, delivered and made effective as of the 4th day of October, 1998.

ASSIGNOR:
ELANGY CORPORATION

By: 
Leonard Littman, President and CEO

ASSIGNEE:
MERKSAMER JEWELRY, INC.

By: _____

Title:

ACKNOWLEDGMENT

STATE OF NEW JERSEY)
)SS:
COUNTY OF MIDDLESEX)

I CERTIFY that on October 2, 1998, before me personally came LEONARD LITTMAN, who being by me duly sworn did depose and say that he is the President and CEO of ELANGY CORPORATION, and that he is duly authorized to execute and deliver this instrument by order of the Board of Directors of the said corporation.

Susan Okin Goldsmith

Susan Okin Goldsmith
Attorney At Law
Of The State Of New Jersey

STATE OF)
)SS:
COUNTY OF)

I CERTIFY that on October ____, 1998, before me personally came _____ who being by me duly sworn did depose and say that he is the _____ of MERKSAMER JEWELRY, INC., and that he is duly authorized to execute and deliver this instrument by order of the Board of Directors of the said corporation.

NOTARY PUBLIC

ASSIGNMENT OF TRADEMARK

WHEREAS, ELANGY CORPORATION, a New Jersey a principal place of business at 3 Ethel Raod, Edison, New Jersey 08820 (hereinafter referred to as the "Assignor"), has used and is the owner of the trademarks set forth on Schedule A attached hereto and made a part hereof (the "Marks"); and

WHEREAS, MERKSAMER JEWELERS, INC, a California corporation, having a principal place of business at 3800 SE 22nd Avenue, Portland, Oregon 97202 (hereinafter referred to as the "Assignee"), is desirous of acquiring any and all rights that the Assignor may have in and to the said Marks and the registrations therefor, together with the goodwill of the business in connection with which the said Marks are used and which are symbolized by the said Marks, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby assign unto Assignee all right, title and interest in and to the said Marks, and the registrations therefor for the United States and throughout the world, together with the goodwill of the business in connection with which the said Marks is used and which is symbolized by the said Marks, along with all rights of action, powers and benefits accruing to the Marks, including without limitation, the right to recover for damages and profits for past infringements thereof.

Assignor agrees to execute and deliver at the request of Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's rights, title and interest in and to the said Marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of the Assignor.

IN WITNESS WHEREOF, this Assignment is executed, delivered and made effective as of the 4th day of October, 1998.

ASSIGNOR:
ELANGY CORPORATION

By: _____
Leonard Littman, President and CEO

ASSIGNEE:
MERKSAMER JEWELERS, INC.

By: Michael Don

Title: CEO

ACKNOWLEDGMENT

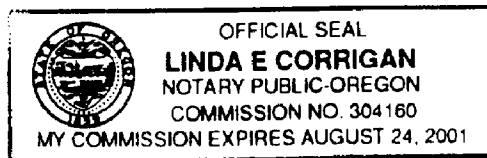
STATE OF NEW JERSEY)
)SS:
COUNTY OF MIDDLESEX)

I CERTIFY that on October 2, 1998, before me personally came LEONARD LITTMAN, who being by me duly sworn did depose and say that he is the President and CEO of ELANGY CORPORATION, and that he is duly authorized to execute and deliver this instrument by order of the Board of Directors of the said corporation.

STATE OF OREGON)
)SS:
COUNTY OF MULTNOMAH)

I CERTIFY that on October 2, 1998, before me personally came MICHAEL DON who being by me duly sworn did depose and say that he is the C.E.O. of MERKSAMER JEWELERS INC., and that he is duly authorized to execute and deliver this instrument by order of the Board of Directors of the said corporation.

Linda E. Corrigan
NOTARY PUBLIC



SCHEDULE A

Trademarks Assigned:

Trademark	Registration Number	Registration Date
Littman	1,191,876	March 9, 1982
SM (design)	1,192,759	March 30, 1982
Star Mist	1,180,069	December 1, 1981