

MRD 12-28-98
Tab settings



100937132

To the Honorable Commissioner of Patents Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

CALZATURIFICO DELLA VALLE D. SPA

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

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

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

Name: EMA SRL

Internal Address:

Street Address: 2, Via S. Maria

City: 62044 Comunanza State: Italy ZIP:

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

3. Nature of conveyance:

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

Execution Date: 3rd December, 1998

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,383,376; 1,586,765; 2,053,244

Additional numbers attached? Yes No

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

Name: Martin Smolowitz, Esq.

Internal Address:

LAW OFFICES OF MARTIN SMOLOWITZ

Two Pennsylvania Plaza, Suite 1500

New York, NY 10121

Street Address:

City: State: ZIP:

6. Total number of applications and registrations involved:

3

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

19-3223

(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.

MARTIN SMOLOWITZ

Name of Person Signing

Martin Smolowitz
Signature

December 28 1998

Date

Total number of pages comprising cover sheet:

5

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

IN THE UNITED STATES PATENT & TRADEMARK OFFICE

In the matter of:

EMA S.R.L.
2 Via S. Maria
63044 Comunanz, Italy

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Hon. Commissioner of Patents
and Trademarks
Washington, D.C. 20231

S I R:

We, **EMA S.R.L.** of 2 Via S. Maria, 63044 Comunanza, Italy, a corporation organized under the laws of Italy, hereby appoints MARTIN SMOLOWITZ, ESQ., of Two Pennsylvania Plaza, Suite 1500, New York, NY 10121, to be our lawful representative in all matters relating to said trademark registrations and to otherwise carry on all business with the United States Patent & Trademark Office relating to said registrations, and upon whom notices and process and proceedings affecting the trademark registrations may be served.

Executed at: Comunanza, Italy

Dated: 3rd December 1998

EMA S.R.L.

By 

Diego Della Valle

Title: President

NOTARY PUBLIC
SABINO PATRUNO

26, Via Veneto - Porto Potenza Picena
Tel. 0733/

57, Via degli Orti - Porto Recanati
Tel.
P. IVA

Repertory No. 11066

Collection No. 3248

MERGING DEED

THE ITALIAN REPUBLIC

This twentieth day of December nineteen-ninetyseven
(20th December, 1997)

in Montecosaro, at the factory of "Calzaturificio Della Valle D. S.p.A.", in Via della Maggiola.

Before me, doctor Sabino Patruno, notary public in Porto Recanati, registered at the Notarial College of the United Districts of Macerata and Camerino,

- Mr. DELLA VALLE DIEGO, born in Sant'Elpidio a Mare on 30th December, 1953, who intervenes in the present deed in his quality of sole director of the company:

- "EMA S.R.L." having seat in Comunanza, 2/4/6 Via Santa Maria, social capital Italian Liras 1 000 000 000, registered at the Register of the Firms of Ascoli Piceno at number 5877 of the Law Courts of Ascoli Piceno, P. iva: 01113570442;

- DELLA VALLE ANDREA, born in Sant'Elpidio a Mare on 26th September, 1965, who intervenes in the present deed in his quality of sole director of the company:

- "Calzaturificio Della Valle D. S.p.A.", having seat in Sant'Elpidio a Mare, 134, Corso Garibaldi, social capital Italian Liras 3 600 000, registered at the Register of the Firms of Ascoli Piceno at number 967 of the Law Courts of Fermo, P. iva: 00318780442;

- DELLA VALLE DORINO, born in Sant'Elpidio a Mare on the day of 27th July, 1925, who intervenes in the present deed in his quality of sole director of the company:

- "Del.An. S.r.l.", having seat in Comunanza, 50, Via G. Bruno, social capital Italian Liras 20 000 000 registered in the Register of the Firms of Ascoli Piceno at number 5393 of the Law Courts of Ascoli Piceno, P. iva: 01055100448

have appeared.

Said appeared persons, the personal identity and qualification of which I, the notary public, am sure, renounce, in agreement with each other, and to my consent the assistance of witnesses to the present deed, whereto

they premise

- that with minutes to my deed under the date of 2nd September, 1997, repertory No. 10288, registered at Recanati on 9th October, 1997, at No. 677. filed for the registration at the Registry of the Firms of

Ascoli Piceno under the date of 13th October, 1997, receipt No. 20866/1997, the company "EMA S.r.l." decided the merging by incorporation of the companies "Calzaturificio della Valle D. S.p.A." and "Del. An. S.r.l.", through the approval of the relevant merging plan;

- that with minutes under my deed under even date, repertory No. 10284, registered at Recanati on 9th October, 1997, at No. 678 for the company "Del. An. S.r.l." and repertory No. 10285, registered at Recanati on the first of October, 1997 at No. 659, for the company "Calzaturificio della Valle D. S.p.A.", both filed at the Register of the Firms of Ascoli Piceno under the date of 13th October, 1997, respectively at numbers 20865 and 20867/1997, the aforesaid companies decided their merging by incorporation in the "EMA S.r.l.", approving the relevant merging plan;

- that the decisions were published by abstract in the Official Gazette of the Italian Republic, sheet of the insertions No. 243, under the date of 17th October, 1997, notice S22365,

- that the incorporating company possesses all the shares and all the actions of the companies to be incorporated, so that one can proceed to the merging without giving place to any modification of the articles of association for the incorporating company;

- that they, the appeared persons, have been delegated to the present deed by their respective extraordinary meetings, as recalled above;

- that no an opposition has been presented by the social creditors, in the terms provided by article 2503 c.c.,

- that therefore the merging as decided above has become executable.

All that premised and confirmed, which is integrating and substantial part of the present deed, in execution of the decisions whereof at the premise, the companies: "EMA S.r.l.", "Calzaturificio Della Valle D. S.p.A." and "Del.An. S.r.l.", as founded and represented above, agree and stipulate what follows:

Article 1

The companies "EMA S.r.l.", "Calzaturificio Della Valle D. S.p.A." and "Del.An. S.r.l." to any object and lawful effect, agree for giving execution to the merging decided by the respective meetings whereof at the premise, through the incorporation of the companies "Calzaturificio Della Valle D. S.p.A." and "Del.An. S.r.l." into the "EMA S.r.l.", which keeps its present social name.

Article 2

As a consequence of the fusion, as carried out above, the company "EMA S.r.l." assumes all the rights and the duties of the incorporated companies and therefore becomes the holder of the entire patrimony of the said "Calzaturificio Della Valle D. S.p.A." and "Del.An. S.r.l.", and replaces by full right in all their reasons, actions, rights, bonds and engagements of any nature, no one excluded or excepted.

Article 3

The appeared persons, in their respective qualifications, confirm the

conditions of the merging, as provided by the relevant merging plan filed at the Register of the Firms of Ascoli Piceno on the date of 21st July, 1997 - prot. 9700015916 for "EMA S.r.l.", prot. 9700015921 for "Calzaturificio Della Valle D. S.p.A." and prot. 9700015923 for "Del. An. S.r.l." and published by abstract on the Official Gazette of 29th July, 1997 - No. 175 (respectively S - 18156 - S - 18153 and S - 18155) and approved by thye single companies with the deliberations in the premise;

in particular Mister Diego Della Valle, as the legal representative of "EMA S.r.l." confirms the nullifying of all the quotas and all the shares of the incorporated companies, in the absence of a change relation, given the integral possession of the social capital of these by "EMA S.R.L.".

The appeared persons declare the fusion executed today, does not involve the violation of any one of the arrangements on the protection of the liberty of competition.

Article 4

Being effective by today, the social offices of the incorporated companies and all the eventual mandates and proxies conferred by them expire by full right.

Article 5

The merging takes place based on the respective balance sheets on 31th December, 1996, approved by the shareholders meetings according to article 2501 ter last paragraph c.c.

The approved persons recognize that the operations of the persons participating to the merging will be imputed to the balance of "EMA S.r.l." starting as from the 1st January, 1998.

Article 6

The incorporating Company "EMA S.r.l." is largely authorized to perform any deed, matters and formalities to the object of making itself as recognized as replacing and the holder of any source of income and patrimonial activity, as well as of any contractual tie of the incorporated ones, in the regards of both private persons and any Body, Administration or Public Office, with the full power of obtaining the variations of the heading in their head for awherever existing stock in the name of the incorporated companies "Calzaturificio Della Valle D. S.p.A." and "Del. An. S.r.l.".

Anyhow the representatives of the incorporated companies consider themselves to be tied and engage themselves to come to any eventual supplementary or exemplifying deed that shoul be necessary as an integration to the provisions of the present deed, so that the incorporated is able to make the legal and contractual situation to be valid before whoever of the deliberations at the premise and of the here stipulated merging.

Article 7

To the fiscal objects the appeared persons declare the net patrimony of the company "Calzaturificio Della Valle D. S.p.A." is of thirteen billions eight hundred twentynine millions one hundred fiftyfour

thousand two hundred fiftyone liras (Lit. 13 829 154 251) and of the company "Del. An. S.r.l." is of two hundred eightythree millions three hundred fiftysix two hundred seventyfive liras at the net of the net year income 1997.

Article 8

To the end of the transcription in the public registers, the parties declare that patrimonial compendium of the company "Calzaturificio Della Valle D. S.p.A.", the following property appear:

REAL ESTATE

1 - industrial building with annexed courtyard, seated in the commune of Montecosaro, in Via della Maggiola at the ground and the first floors of the surface of 2256 (two thousand two hundred fiftysix) square metres

Registered in the urban land office of said commune at sheet 24, particle 553, class D7, revenue of 17,109,000; confining with a lot street and property ex "Trafileria Civitanovese S.p.A." by two sides; built in force of building concession No. 76/81 of 24/9/81 and subsequently enlarged with concession No. 57/89 of 4/10/89 and No. 23/90 of 23/3/90, for abusive works on the date 16/6/92 the concession was issued in healing No. 117/S;

2) - a portion of an industrial building with courtyard of pertinence, sited at Sant'Elpidio a Mare, via Garibaldi, and precisely:

a) laboratory at the ground and the first floor having a surface of about 245 (two hundred fortyfive) square meters;

b) laboratory at the ground floor having a surface of 378 (three hundred seventyeight) square meters with exclusive courtyard,

c) rights equal to not divided $\frac{2}{3}$ (two thirds) of a store room at the ground floor having a surface of 85 (eightyfive) square meters and garage room at the ground floor having a surface of 51 (fiftyone) square meters,

all related at the Urban Land Office of said commune at sheet 256 particle 46 subordinates:

* 6 corso Garibaldi G.f.-1, the laboratory whereabouts at letter a),

* corso Garibaldi, the laboratory whereabouts at letter b),

*4 exclusive courtyard of sub 7,

*9 exclusive courtyard of sub 7,

*9, corso Garibaldi G.f.-1, store room whereabouts at letter c)

*10, corso Garibaldi G.f., the garage room, whereabouts at letter c);

confining in the whole with said street, a property of Della Valle Quinto and common courtyard.

Mister Della Valle Andrea, upon my warning according to law No. 15/68 and to the ends of law 47/85, declares the construction of the building whereabouts above has started on a date prior to 1st September, 1967 and that, following the realization of abusive works, to the Mayor of said commune a healing petition was presented, wherefor, on the date of 14th January, 1993, the grant under healing No. 2/93 was issued.

The aforesaid mister Della Valle Andrea, moreover, upon warning according to law No. 15/68 and to the ends of law 165 of 1990, declares the land income of the real estate whereabouts at the points above 1) and 2) has not been inserted in the last income tax return of the company represented by him, wherefor the presentation deadline is today expired, as instrument goods being dealt with.

MOTOR-VEHICLES

whereabout in the list attached hereto under letter a).

The appeared persons authorize the transcription and the transfer of the aforesaid goods in the name of the incorporated company, with exemption for the competent offices from any responsibility in the connection.

The expenses of the present deed and the consequent thereof are in the charge of the incorporating company.

The parties exonerate me from the reading of the enclosure.

Having been requested I have drafted the present deed typewritten by a person of my faith and completed by me at hand, whereof I have given reading to the appeared persons that approve it and with me, the Notary public subscribe it upon the signature in the margin of the intermediate sheets.

It consists of three sheets and occupies ten pages.

Signed: Della Valle Diego - Della Valle Andrea - Della Valle Dorino - Sabino Patruno Notary Public L.S. -.

Enclosure letter A

to Deed No. 3248 of collection

MOTOR-VEHICLES OF THE COMPANY

CALZATURIFICIO DELLA VALLE D. S.P.A.

- automobile Fiat Auto SPA - Fiat Uno 146A753A, license plate AP 393014, chassis No. ZFA146000*03519769, 13 fiscal horse-power
- automobile type Fiat Auto SPA Fiat Uno 146EE53A, license plate AP 453933, chassis No. ZFA146000*09117350, 12 fiscal horse-power
- automobile type Fiat Auto SPA Fiat Uno 146EE55A, license plate AP 463099, chassis No. ZFA14600009191612, 12 fiscal horse-power;
- automobile type Fiat Auto SPA Lancia K 838AA1AA, license plate AE 042 BF, chassis No. ZLA83800002007148, 20 fiscal horse-power;
- automobile type Fiat Auto SPA Fiat Tempra 159B155B, license plate AD 488 EB, chassis No. ZFA15900005015231, 19 fiscal horse-power;
- automobile type Fiat Auto SPA FIAT MAREA WEEKEND 185BXF1A14, license plate AR 365 DZ, chassis No. ZFA18500000053385, 19 fiscal horse-power;
- lorry type Fiat Auto SPA Fiat Fiorino 146CI53D, license plate AP 415007, chassis No. ZFA146000*08176403, useful capacity 5 q;
- automobile type Fiat Auto SPA Innocenti 146EI55B, license plate AP 469929, chassis No. ZFA14600005208677, 18 fiscal horse-power;
- automobile type Fiat Auto SPA Fiat Panda 141A053A, license plate AP 436226, chassis No. ZFA141A00*07088664, 12 fiscal horse-power;
- automobile type Fiat Auto SPA Fiat Tipo 160AD55A, license plate AP

436227, chassis No. ZFA160000*02660225, 15 fiscal horse-power;
- automobile type Fiat Auto SPA Fiat Ducato Cat M1 290EPM7, license
plate 422360, chassis No. ZFA290000*00217752*, 23 fiscal horse-power;
- automobile type Alfa Lancia SPA Thema 834AC54A, license plate AP
417933, chassis No. ZLA834000*00279858, 20 fiscal horse-power;
- automobile type Audi Audi A4 AVANT AG B5 A AEB QI QM5ABD R92S5,
license plate AM 524 LP, chassis No. WAUZZZ8DZVA045655, 18 fiscal
horse-power;
- automobile type Fiat Auto SPA Fiat Tempra 159AJ55B, license plate
AJ 295 DY, chassis No. ZFA15900007671161, 17 fiscal horse-power;
- automobile type Fiat Auto SPA Fiat Tipo 160EB55A, license plate AJ
780 DW, chassis No. ZFA16000002777810, 17 fiscal horse-power.

[signatures]

[stamp:]

PATRUNO SABINO DI LEOPOLDO
NOTAIO IN PORTORECANATI

THIS CONSISTING OF FIVE SHEETS
IS A TRUE COPY OF THE ORIGINAL EXISTING
IN MY DEEDS
IT IS ISSUED FOR THE USE:
OF A PARTY
POTENZA PICENA, ON 09th January, 1998

The Translator


Marisa Conforti

IN THE UNITED STATES PATENT & TRADEMARK OFFICE

REQUEST FOR CHANGE OF TRADEMARK REGISTRANT
NAME DESIGNATION

Hon. Commissioner of Patents
and Trademarks
Washington, D.C. 20231

S I R:

DIEGO DELLA VALLE, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the above-identified registration, declares:

THAT he is the President of the Registrant and is authorized to make this Declaration on behalf of Registrant; that all statements made herein are either true of his own knowledge or are true to his best information and belief;

THAT the name of the Registrant of the U.S. Trademarks set forth in the attached Schedule A, has been formally changed from:

CALZATURIFICO DELLA VALLE D. S.P.A.
134 Corso Garibaldi
63011 Casette d'Ete Ascoli Piceno, Ital

to

EMA Srl
2, Via S. Maria
62044 Comunanza, Italy

THAT such change is the result of a business merger which took place on December 20, 1997 and all corporate assets including U.S. Trademark registrations have as of that time, been identified with the new business designation EMA Srl of 2, Via S. Maria, 62044 Comunanza, Italy.

THAT the formal change was duly sanctioned by the laws of Italy and an official document and translation thereof is provided herewith.

No other change in status of the Registrant has taken place other than as set forth above.

Executed at Comunanza, Italy

Dated this 3rd day of December 1998

EMA S.R.L.

By 

DIEGO DELLA VALLE

Title President

IN THE UNITED STATES PATENT & TRADEMARK OFFICE

**REQUEST FOR NAME CHANGE FROM
CALZATURIFICO DELLA VALLE D. S.P.A.**

TO

EMA S.R.L.

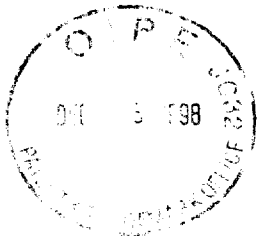
SCHEDULE "A"

<u>Mark</u>	<u>Registration No.</u>	<u>Date</u>
DIEGO DELLA VALLE & STYLIZED LETTERS "DV"	1,383,376	February 18, 1986
DIEGO DELLA VALLE & STYLIZED LETTERS "DV"	1,586,765	March 13, 1990
DIVI by DELLA VALLE & STYLIZED LETTERS "DV"	2,053,244	April 15, 1997

D #

LAW OFFICES OF
MARTIN SMOLOWITZ
SUITE 1500
TWO PENNSYLVANIA PLAZA
NEW YORK, N. Y. 10121

TELEPHONE (212) 244-3100
FAX (516) 883-6908



December 14, 1998

Hon. Commissioner of Patents
and Trademarks
Washington, D.C. 20231

Attention - Assignment Branch, Trademarks

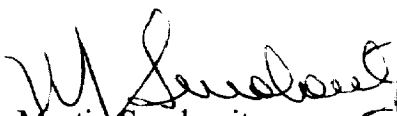
**Re: Request for Name Change
Calzaturificio Della Valle D.S.p.a. to EMA S.r.l.**

S I R:

It is respectfully requested that the attached Name Change documents and official Government fee for the above subject be favorably received. Attached is a duly executed Request Document, Appointment of Domestic Representative and associated documents issued by the Italian authorities together with an English translation.

Please charge any deficiencies to our Deposit Account No. 19-3223.

Respectfully submitted.

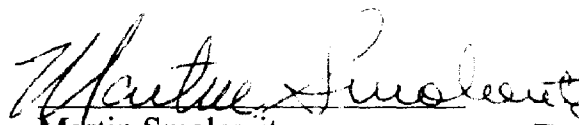

Martin Smolowitz
Reg. 20669

CERTIFICATE OF MAILING

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS EXPRESS MAIL BEARING REG. NO: EE 871915994 U.S.

To: Hon. Commissioner of Patents and Trademarks
WASHINGTON, D.C. 20231

28
ON December , 1998


Martin Smolowitz
Reg. No. 20,669

Request for Name Change from
Calzaturificio Della Valle D. S.p.a.
to EMA SRL
Diego Della Valle