

RECORDATION FOR
TRADEMARK

05-27-1999

DEPARTMENT OF COMMERCE
Patent and Trademark Office



101047623

Tab settings md5.17.99

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof.

1. Name of conveying party(ies):
GRUEN PRECISION, INC.

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

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

3. Nature of conveyance:

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

Execution Date: December 30, 1999

2. Name and address of receiving party(ies)

Name: M. Z. BERGER & CO., INC.

Internal Address: _____

Street Address: 33-00 NORTHERN BLVD.

City: Long Island City State: NY ZIP: 11101

- 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)

431,502

1,581,408

1,600,693

Docket No: BRGR 16.126; 16.127; 16.128

Additional numbers attached? Yes No

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

Name: HELFGOTT & KARAS, P.C.

Internal Address: _____

Street Address: Empire State Building
60th Floor

City: New York State: NY ZIP: 10118

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:

08-1634

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

05/25/1999 MTHAI1 00000048 1581408

DO NOT USE THIS SPACE

01 FC:481

02 FC:482

49.00 OP

50.00 OP

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.

Samson Helfgott

Name of Person Signing

Reg. No. 23,072

Samson Helfgott
Signature

May 17, 1999

Date

Total number of pages including cover sheet, attachments, and document: 5

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

Filed by Express Mail
(Receipt No. EM36687885703)
on May 17, 1999
pursuant to 37 C.F.R. 1.10
by [Signature]

Any fee due with this paper, not fully covered by an enclosed check, may be charged on Deposit Acct. No. 08-1634

TRADEMARK
REEL: 001902 FRAME: 0386

WORLDWIDE ASSIGNMENT OF MARKS

WHEREAS, GRUEN PRECISION, INC., a Delaware corporation ("Assignor") with a place of business at 150 Erie & Susquehanna Avenue, Exeter, PA 18643, has adopted, used, is using and is the owner of certain trademarks marks and trade names, and registrations and pending applications therefor, identified and listed on Schedule A hereto (collectively, the "Scheduled Marks"); and

WHEREAS, M. Z. BERGER & Co., INC., a Delaware corporation ("Assignee") with a place of business at 33-00 Northern Blvd, Long Island City, NY 11101, desires to acquire said Scheduled Marks pursuant to a certain Asset Purchase Agreement dated December 27, 1996 (the "Asset Purchase"); and

WHEREAS, pursuant to the Asset Purchase, Assignee is a successor to the business of Assignor, or portion thereof, to which the Scheduled Marks pertain, and that business is existing and ongoing; and

WHEREAS, pursuant to the Asset Purchase, Assignor is retaining its retail store services for watches and watch related goods business;

NOW, THEREFORE, for TEN AND NO/100 DOLLARS (\$10) and other good and valuable consideration, the receipt, sufficiency, and adequacy of which are hereby acknowledged, Assignor does hereby assign to Assignee, its successors and assigns, absolutely and forever, all of its right, title and interest, whether statutory or at common law, in and to the Scheduled Marks, together with the goodwill of the business symbolized by them throughout the world and such other trademarks, service marks, trade names and trade dress as may be owned by Assignor, whether or not in connection with the Scheduled Marks, and all registrations and pending applications therefor, in all countries throughout the world, together with the goodwill of the business symbolized by them (collectively, "All Marks"), together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Notwithstanding any of the foregoing, this assignment does not include, and Assignor is specifically retaining all of its right, title and interest, whether statutory or at common law, in and to the mark WATCH FACTORY DESIGNER WATCHES, U.S. Reg. No. 1,806,550, which is used in connection with its retail store services business.

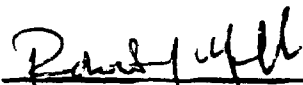
Assignor agrees to such execute further papers and do such other acts as may be necessary and proper to vest full title in and to All Marks in the Assignee or which may be necessary to obtain, renew, issue or enforce All Marks.

Promptly after the effective date of this Assignment, but in no event later than January 31, 1997, Assignor shall change its corporate name and cause its subsidiaries to change their corporate names such that their new names do not contain either (1) the words

"GRUEN", "PRECISION", "HUGO MAX" or any of word(s) which are the same as any of the All Marks assigned herein or (2) any variations thereof.


IN WITNESS WHEREOF, Gruen Precision, Inc. has caused this Trademark Assignment to be executed and delivered as of this 27th day of December, 1996.

GRUEN PRECISION, INC.

By: 
Name: Robert S. Cobb
Title: CEO

IN WITNESS WHEREOF, M. Z. Berger & Co., Inc. accepts this Trademark Assignment executed and delivered as of this 27th day of December, 1996

M. Z. BERGER & Co., INC.

By: 
Name: Donald A. Nelson
Title: CEO

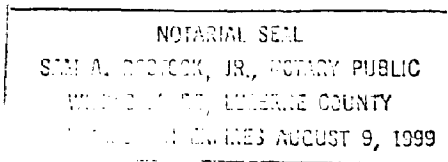
Notarial Acknowledgement

Pennsylvania
State of ~~New York~~)
Luzerne) ss.:
County of ~~New York~~)

On this 36th day of December, 1996 before me personally came
ROBERT GALLE to me known, who being by me duly sworn, did depose and say
that he/she is CEO [title] of Gruen Precision, Inc. the corporation described in and
which executed the foregoing instrument; and that he/she signed his/her name thereto by
order of the Board of Directors.

[Notarial Seal]

Sam A. Rostock, Jr.
Notary Public



Pennsylvania
State of ~~New York~~)
Luzerne) ss.:
County of ~~New York~~)

On this 31 day of ^{JANUARY 1997} ~~December~~, 1996, before me personally came
BERNARD MERMELSTEIN to me known, who being by me duly sworn, did depose and say
that he/she is C.E.O. [title] of M. Z. Berger & Co., Inc., the corporation described
in and which executed the foregoing instrument; and that he/she signed his/her name thereto
by order of the Board of Directors.

[Notarial Seal]

Lionel T. Balman

LIONEL T. BALMAN
NOTARY PUBLIC, State of New York
No. 4866932
Qualified in Nassau County
Commission Expires Aug. 11, 1998

SCHEDULE A

U.S. TRADEMARKS

<u>Mark</u>	<u>Registration No.</u>
PRECISION	431,502
CURVED TO FIT THE WRIST	1,581,408
EXECUTIVE	1,600,693

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings ▾ ▾ ▾ ▾ ▾ ▾ ▾ ▾ ▾ ▾

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

1. Name of conveying party(ies):
GRUEN PRECISION, INC.

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

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

3. Nature of conveyance:

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

Execution Date: December 30, 1999

2. Name and address of receiving party(ies)

Name: M. Z. BERGER & CO., INC.

Internal Address: _____

Street Address: 33-00 NORTHERN BLVD.

City: Long Island City State: NY ZIP: 11101

- 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)

431,502

1,581,408

1,600,693

Docket No: BRGR 16.126; 16.127; 16.128

Additional numbers attached? Yes No

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

Name: HELFGOTT & KARAS, P.C.

Internal Address: _____

Street Address: Empire State Building
60th Floor

City: New York State: NY ZIP: 10118

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:

08-1634

(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.

Samson Helfgott
Name of Person Signing

Reg. No. 23,072

Signature

May 17, 1999

Date

Total number of pages including cover sheet, attachments, and document: 5

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

Filed by Express Mail
(Receipt No. EM36687885703)
on May 17, 1999
pursuant to 37 C.F.R. 1.10
by [Signature]

Any fee due with this paper, not fully covered by an enclosed check, may be charged on Deposit Acct. No. 08-1634

RECORDED: 05/17/1999

TRADEMARK
REEL: 001902 FRAME: 0391