

RECORD
OFFICE

06-16-1999



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To the Honorable Commissioner of Patents and

Original documents or copy thereof.

M.R.D. 5-5-97

1. Name of conveying party(ies): M.R.D.
Gruen Precision, Inc. 6-8-99
150 Erie and Susquehanna Avenue
Exeter, PA 18643

- Individual(s)
- General Partnership
- Corporation-State
- 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: April 23, 1997

2. Name and address of receiving party(ies)

Name: M.Z. Berger

Internal Address: _____

Street Address: 33-00 Northern Blvd.

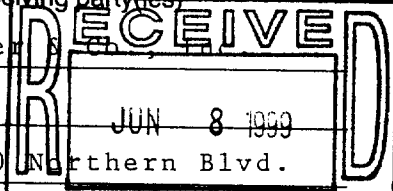
City: Long Island City State: NY ZIP: 11101

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

See attached List

Additional numbers attached? Yes No

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

Name: Samson Helfgott

Internal Address: _____

Street Address: 350 Fifth Avenue

Suite 6024

City: New York State: NY ZIP: 10118

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41).....\$ 265.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(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

Samson Helfgott
Signature

Signature

5/2/97

Date

Total number of pages including cover sheet, attachments, and document: 6

SCHEDULE A

U.S. TRADEMARKS

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>ISSUE DATE</u>
GRUEN	55,327	August 14, 1906
CURVEX	373,116	November 28, 1939
CURVEX	1,344,293	June 25, 1985
EMBASSY	578,004	July 28, 1953
EVERLITE	1,978,944	June 4, 1996
GRUEN PRECISION	1,869,480	December 27, 1994
GRUEN KIDS	1,725,472	October 20, 1992
HUGO MAX	1,964,333	March 26, 1996
CHANGING TIMES	1,850,303	August 16, 1994
EUROGLO	2,009,063	October 15, 1996

ASSIGNMENT OF TRADEMARKS

WHEREAS, GRUEN PRECISION INC. ("ASSIGNOR"), a Delaware corporation, having a place of business at 150 Erie and Susquehanna Avenue, Exeter, Pennsylvania 18643 has adopted, used, is using and is the owner of the entire right, title and interest in and to certain trademarks, service marks and trade names, and registrations and pending applications therefor, identified and listed on Schedule A hereto and made a part hereof, (collectively, the "Scheduled Marks"), and the priority rights associated therewith; and

WHEREAS, the said ASSIGNOR desires to transfer, assign, convey, deliver, set over and vest all of said right, title and interest for the United States unto and in M.Z. BERGER & CO., INC., a New York corporation, ("ASSIGNEE"), having a place of business at 33-00 Northern Blvd., Long Island City, New York 11101, pursuant to an Asset Purchase Agreement dated December 27, 1996; and

WHEREAS, ASSIGNEE desires to receive from ASSIGNOR all of said right, title and interests in the Scheduled Marks pursuant to the Asset Purchase Agreement;

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

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration, the receipt and adequacy of which are hereby acknowledged, ASSIGNOR does hereby assign, convey, transfer, deliver, set over and vest to and in ASSIGNEE, its successors and assigns, absolutely and forever, its entire right, title and interest, whether statutory or common law, in and to the Scheduled Marks, and all the rights and privileges relating thereto including but not limited to the priority rights arising from said Applications and marks, the right to recover and take all such proceedings as may be necessary for the recovery of damages or otherwise in respect of past, present and future infringement and dilution, together with that part of the goodwill of the business connected with the use of and symbolized by said Trademarks throughout the world.

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. Registration No. 1,806,550, which is used in connection with its retail store services business;

ASSIGNOR agrees to execute such further papers and do such other acts as may be necessary to obtain, renew, issue or enforce all of the Scheduled Marks, including, but not limited to any acts which may be necessary, desirable or convenient for claiming said priority rights.

IN WITNESS WHEREOF, Gruen Precision Inc. has caused this Trademark Assignment to be executed and delivered as of this ~~23rd~~ day of ~~March~~, 1997.
April

Gruen Precision Inc.

By: Alex J. Nesbitt
Name: Alex J. Nesbitt
Title: VICE PRESIDENT

IN WITNESS WHEREOF, M.Z. Berger & Co., Inc. accepts this Trademark Assignment executed and delivered as of this ~~30th~~ day of ~~March~~, 1997.
April

M.Z. Berger & Co., Inc.

By: [Signature]
Name:
Title: CEO

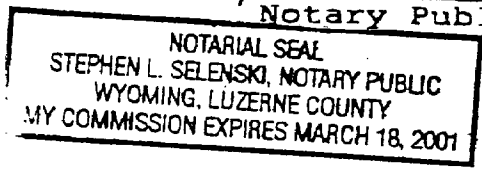
Notarial Acknowledgment

State of Pt)
County of Lun) ss.:

On this 23 day of April, 1997, before me personally came Albert J. Nozick to me known, who being by me duly sworn, did depose and say that he/she is Vice President [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]

Stephen L. Seleski
Notary Public



State of _____)
County of _____) ss.:

On this 30th day of APRIL, 1997, 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. Bauman
Notary Public

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

SCHEDULE A

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GRUEN	55,327	August 14, 1906
CURVEX	373,116	November 28, 1939
CURVEX	1,344,293	June 25, 1985
EMBASSY	578,004	July 28, 1953
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CHANGING TIMES	1,850,303	August 16, 1994
EUROGLO	2,009,063	October 15, 1996



**UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JUNE 25, 1997

PTAS

SAMSON HELFGOTT
350 FIFTH AVENUE, SUITE 6024
NEW YORK, NY 10118



100422632A

**UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, NORTH TOWER BUILDING, SUITE 10C35, WASHINGTON, D.C. 20231.

RECORDATION DATE: 05/08/1997

REEL/FRAME: 1587/0470
NUMBER OF PAGES: 6

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:
GRUEN PRECISION, INC.

DOC DATE: 04/23/1997
CITIZENSHIP: PENNSYLVANIA
ENTITY: CORPORATION

ASSIGNEE:
M.Z. BERGER & CO., INC.
33-00 NORTHERN BLVD.
LONG ISLAND CITY, NEW YORK 11101

CITIZENSHIP: NEW YORK
ENTITY: CORPORATION

APPLICATION NUMBER: 71018604
REGISTRATION NUMBER: 0055327

FILING DATE: 04/07/1906
ISSUE DATE: 08/14/1906

MARK: GRUEN
DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

APPLICATION NUMBER: 71412092
REGISTRATION NUMBER: 0373116

FILING DATE: 10/27/1938
ISSUE DATE: 11/28/1939

MARK: CURVEX
DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

**TRADEMARK
REEL: 001913 FRAME: 0478**

APPLICATION NUMBER: 73506136
REGISTRATION NUMBER: 1344293

FILING DATE: 10/29/1984
ISSUE DATE: 06/25/1985

MARK: CURVEX

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 71634783
REGISTRATION NUMBER: 0578004

FILING DATE: 09/03/1952
ISSUE DATE: 07/28/1953

MARK: EMBASSY

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 74592412
REGISTRATION NUMBER: 1978944

FILING DATE: 10/31/1994
ISSUE DATE: 06/04/1996

MARK: EVERLITE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74463629
REGISTRATION NUMBER: 1869480

FILING DATE: 11/29/1993
ISSUE DATE: 12/27/1994

MARK: GRUEN PRECISION

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74181165
REGISTRATION NUMBER: 1725472

FILING DATE: 07/01/1991
ISSUE DATE: 10/20/1992

MARK: GRUEN KIDS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74054272
REGISTRATION NUMBER: 1964333

FILING DATE: 04/30/1990
ISSUE DATE: 03/26/1996

MARK: HUGO MAX

DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

APPLICATION NUMBER: 74180745
REGISTRATION NUMBER: 1850303

FILING DATE: 07/01/1991
ISSUE DATE: 08/16/1994

MARK: CHANGING TIMES

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74626049
REGISTRATION NUMBER: 2009063

FILING DATE: 01/26/1995
ISSUE DATE: 10/15/1996

MARK: EUROGLO

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

SHIRLIE SIMON, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS