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U.S. Patent & TMO/ct/TM Mail Rcpt Dt. #10



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101095548

7/19/99

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75-253,063"/>	<input type="text" value="75-253,065"/>	<input type="text" value="75-140,633"/>
<input type="text" value="75-117,703"/>	<input type="text" value="75-223,386"/>	<input type="text" value="75-223,387"/>
<input type="text" value="75-223,388"/>	<input type="text" value="75-223,383"/>	<input type="text" value="75-223,385"/>

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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

MaryBeth Wilkinson, Esq.

Name of Person Signing

Signature

May 17, 1999

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

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Address (line 2)

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State/Country

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Trademark Application Number(s)

Registration Number(s)

75-223,384	75-253,064	75-253,066
75-198,564	75-136,467	75-136,457
75-136,469	75-117,705	75-140,600
75-117,713	75-140,605	75-253,088
75-136,456	<input type="text"/>	<input type="text"/>
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**ASSIGNMENT OF UNITED STATES TRADEMARKS
(Pending Applications)**

WHEREAS, Hard Candy, Inc. ("Assignor"), a company organized and existing under the laws of the State of California, having its principal place of business at 110 North Doheny Drive, Beverly Hills, California 90211, United States of America, is the owner of the entire right, title and interest in the trademarks, corresponding trademark applications and registrations, including the goodwill of the business symbolized thereby and associated therewith set forth in Schedule A attached hereto and incorporated herein (hereinafter the "Trademarks");

WHEREAS, Hard Candy L.L.C. ("Assignee"), a company organized and existing under the laws of the State of Delaware, desires to acquire all right, title and interest in the Trademarks, together with the goodwill of the business symbolized thereby and associated therewith;

WHEREAS, capitalized terms, unless otherwise defined herein, shall have the meanings assigned to them in the Agreement;

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN:

For good and valuable consideration, the receipt and sufficiency of which are acknowledged by Assignor, Assignor does hereby sell, transfer, convey and assign to Assignee, Assignor's entire right, title and interest in and to said Trademarks together with the goodwill of the business symbolized thereby and associated therewith, and the right to sue and recover for any infringements of said Trademarks, the Trademarks to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.

Assignor further agrees to execute any and all documents and do any such further acts that shall be required in order for Assignee to secure the rights hereby conveyed. Assignor further represents and warrants and covenants to Assignee that Assignor has the full right and authority to convey the right, title and interest herein assigned.

IN TESTIMONY WHEREFORE, Assignor has caused this instrument to be signed by its authorized officer as shown below.

Hard Candy, Inc.

Dinah Mahajan Shojaaee
By: Dinah Mahajan-Shojaaee
Title: President

Dated as of May 11, 1999

SUBSCRIBED & SWORN TO
before me this 11~~th~~ day of May, 1999.

Cristy L. Townsend
Notary Public
My Commission expires: April 22, 2002



SCHEDULE A
(Pending Applications)

Country	Mark	International Classes	Serial No.	Filing Date
United States	Candy Boy	3	75-253,063	03/06/97
United States	Candy Girl	3	75-253,065	03/06/97
United States	Fiend	3	75-140,633	07/26/96
United States	Greed	3	75-117,703 opposition pending	06/12/96
United States	Hard Candy	9	75-223,386	01/09/97
United States	Hard ♥ Candy	9	75-223,387	01/09/97
United States	HC (logo)	9	75-223,388	01/09/97
United States	Hard Candy	14	75-223,383	01/09/97
United States	Hard ♥ Candy	14	75-223,385	01/09/97
United States	HC (logo)	14	75-223,384	01/09/97
United States	Candy Boy	25	75-253,064	03/06/97
United States	Candy Girl	25	75-253,066	03/06/97
United States	Candy Man	25	75-198,564	11/15/96
United States	Chocolate Kiss	25	75-136,467 opposition pending	07/19/96
United States	Manic	25	75-136,457 opposition pending	07/19/96
United States	Trailer Trash	25	75-136,469	07/19/96

Country	Mark	International Classes	Serial No.	Filing Date
United States	Fetish	3	75-117,705 pending- suspended	06/12/96
United States	Love Child	3	75-140,600 pending- suspended	07/26/96
United States	Platinum	3	75-117,713 pending- suspended	06/12/96
United States	Tramp	3	75-140,605 pending; Plaintiff in Cancellation Action No. 26507 against Reg. No. 1,079,173	07/26/96
United States	Vice	3	75-253,088	03/06/97
United States	Sky	25	75-136,456 pending; suspended in light of conflict with the prior pending Appl. No. 75-091,571	07/19/96