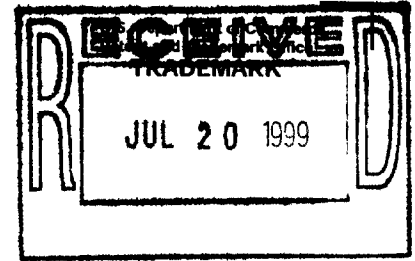


07-22-1999



101096698

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



7-20-99

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
Effective Date
Month Day Year
- Merger
- 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

- Corporation Association

Other

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.)

Citizenship/State of Incorporation/Organization

07/21/1999 MTHAI1 00000302 1377363

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
 02 FC:482 500.00 OP
 03 EC:99A 5.00 OP

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.

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

TRADEMARK

REEL: 001931 FRAME: 0943

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"/>	<input type="text"/>	<input type="text"/>
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<input type="text" value="896548"/>	<input type="text" value="1122784"/>	<input type="text" value="1301753"/>

Number of Properties

Enter the total number of properties involved. #

U. S. Properties

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.

Harvey B. Jacobson, Jr.

Name of Person Signing

Harvey B. Jacobson, Jr. / HBJ

Signature

July 19, 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/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 the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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

Mark if additional numbers attached

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Trademark Application Number(s)

Registration Number(s)

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TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is effective this 10 day of June, 1999 ("Effective Date"), from Vera Licensing, Inc., a Nevada corporation headquartered at 1114 Avenue of the Americas, New York, New York 10036 ("Assignor"), to The Tog Shop, Inc., a Delaware corporation headquartered at Lester Square, Americus, Georgia 31710 ("Assignee").

WHEREAS, Assignor owns all right, title and interest in, to and under the trademarks set forth on Schedule A hereto (the "Trademarks");

WHEREAS, Assignee is a licensee of the Trademarks pursuant to that certain License Agreement, dated October 14, 1992; and

WHEREAS, Assignee wishes to acquire from Assignor all of its right, title and interest in, to and under such Trademarks;

NOW, THEREFORE, for good and valuable consideration (including that recited in the Bill of Sale and Assumption Agreement, dated as of the date hereof (the "Bill of Sale"), to which Assignor and Assignee, are parties), the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee, its successors and assigns forever, Assignor's entire right, title and interest in, to and under the following:

1. The Trademarks, together with that part of the goodwill of Assignor's business connected with the use thereof and symbolized thereby and any and all other rights, privileges and priorities provided under United States, state or foreign law with respect to the foregoing, including without limitation common-law rights and rights under the laws of unfair competition ("Transferred Rights");
2. Any and all rights to royalties, profits, compensation, license fees or other payments or remuneration of any kind relating to the Transferred Rights arising after the Effective Date; and
3. Any and all rights to obtain renewals, reissues, and extensions of registrations or other legal protections pertaining to the Transferred Rights.

Assignee, its successors and assigns, shall hold the rights to the foregoing for and during the existence of such Transferred Rights, and all renewals, reissues and

TRADEMARK

REEL: 001931 FRAME: 0946

extensions thereof, as fully and as entirely as the same would have been held and enjoyed by Assignor had this Assignment not been made.

This Assignment may be executed in any number of counterparts and all counterparts so executed shall together constitute one and the same agreement, binding on and enforceable against the parties hereto.

IN WITNESS WHEREOF, the undersigned have caused this Assignment to be duly executed and delivered as of the 10 day of June, 1999.

THE TOG SHOP, INC.:

By: Stuart Tott, Pres.
Name G. CARL TOTT
Title: president.

VERA LICENSING, INC.

By: Todd Kahn
Name Todd Kahn
Title: COO ; General Counsel

William C. Harris
Notary Public

Notary Public, Sumter County, Georgia
My Commission Expires July 8, 2002.

VERA LICENSING, INC. (7880) ACTIVE TRADEMARK REPORT

DATE: 05/04/99 TIME: 10:29

TRADEMARK	APPLICATION#	FILE DATE	REGISTRATION	REG DATE	NEXT RENEWAL	STATUS	MATTER#
<u>AUSTRALIA</u>							
VERA	210367	05/18/67	A210367	05/18/67	05/18/02	REGISTERED	45890AU0
							24 - TISSUES (PIECE GOODS); BED & TABLE COVERS; TEXTILE ARTICLES NOT INCLUDED IN OTHER CLASSES
VERA	210368	05/18/67	A210368	05/18/67	05/18/02	REGISTERED	45890AU1
							25 - CLOTHING, INCLUDING BOOTS, SHOES, SLIPPERS, BUT EXCLUDING UNDERWEAR & BEACHWEAR
WATER COLORS	353828	11/28/80	353828	11/28/80	11/28/01	REGISTERED	47199AU0
							25 - WOMEN'S SCARVES AND RAINWEAR, NAMELY, PONCHOS, SLICKERS, AND PLASTICIZED RAIN HATS
WATER COLORS	353829	11/28/80	353829	11/28/80	11/28/01	REGISTERED	47199AU1
							18 - UMBRELLAS
<u>BAHAMAS</u>							
VERA	7234	08/01/72	7234	08/01/72	08/01/00	REGISTERED	45890BS0
							38 - ARTICLES OF CLOTHING
VERA	7235	08/01/72	7235	08/01/72	08/01/00	REGISTERED	45890BS1
							50 - TABLE LINENS OF ALL KINDS
<u>CANADA</u>							
ACUTE	544568	06/25/85	329350	06/26/87	06/26/02	REGISTERED	47156CA0
							- SCARVES, SHAWLS, SASHES, MUFFLERS, BANDANAS AND STOLE; CLOTHING ACCESSORIES, NAMELY, SCARVES, SHAWLS, SASHES, MUFFLERS, BANDANAS, STOLE, GLOVES & HATS
COLORPLUS 2	522619	05/23/84	306113	08/23/85	08/23/00	REGISTERED	47198CA0
							- TABLE LINEN, NAMELY, TABLECLOTHS, NAPKINS AND PLACEMATS
VERA	520686	04/18/84	520686	08/02/85	08/02/00	REGISTERED	45890CA0
							- NAPKIN RINGS
VERA & CRAB DESIGN	263942	07/13/61	124744	12/22/61	12/22/06	REGISTERED	45890CA1
							- TERRY TOWELS, TABLE CLOTHS, DISH TOWELS, PILLOW CASES, SHEETS, WASH CLOTHS AND DISH TOWELS.
VERA Stylized	335824	09/01/70	179019	10/22/71	10/22/01	REGISTERED	45502CA0
							- WEARING APPAREL FOR WOMEN, YOUNG WOMEN & GIRLS; BARBECUE SETS NAMELY APRONS & GLOVES, COVERALLS...
<u>COLOMBIA</u>							
VERA			121910	09/14/88	09/14/03	REGISTERED	45502C00
							25 - CLOTHING, INCLUDING BOOTS & SHOES & ALL ARTICLES WITHIN CLASS 25a
<u>COSTA RICA</u>							
VERA	N/A	07/07/78	67039	11/24/86	11/24/06	REGISTERED	45890CR0
							24 - TABLE LINENS, I.E., TABLECLOTHS, NAPKINS, HAND TOWELS, KITCHEN APRONS, DISH TOWELS, GUEST TOWELS, POTHOLDERS, PLACE MATS, AND BATH TOWELS
VERA			66923	10/09/86	10/09/06	REGISTERED	45890CR1
							25 - ARTICLES OF WEARING APPAREL FOR WOMEN, YOUNG WOMEN AND GIRLS - NAMELY, SCARVES, NECKTIES, BLOUSES, SHAWLS AND KERCHIEFS ADAPTED TO BE WORN AS HEAD COVERINGS AND AS NECKERCHIEFS; BARBECUE SETS INCLUDING APRONS AND GLOVES; COVERALLS IN THE NATURE OF SMOCKS; OUTER DRESS AND SPORT SHIRTS, OUTER SHORTS AND TROUSERS OF ASSORTED LENGTHS, DRESS PAJAMAS, WAISTCOATS, SHIRTS, DRESSES, PLAYSUITS, SKIRTS, TUNICS, TOPS, JUMPSUITS, SASHES, MUFFLERS, PONCHOS, HATS, CAPS, AND HOODS

VERA LICENSING, INC. (7880) ACTIVE TRADEMARK REPORT

DATE: 05/04/99 TIME: 10:29

TRADEMARK	APPLICATION#	FILE DATE	REGISTRATION	REG DATE	NEXT RENEWAL	STATUS	MATTER#
<u>ECUADOR</u>							
VERA	19324	05/25/93	0028-94	01/10/94	07/12/03	REGISTERED	45890EC2
25 - CLOTHING GOODS FOR LADIES SUCH AS SCARVES OF ALL TYPES, BLOUSES, HANDKERCHIEFS TO BE USED AS A HEAD COVERING OR AS A NECKERCHIEF; CLOTHING ARTICLES, SKIRTS, SLACKS, SPORT CLOTHING AND CLOTHING FOR THE BEACH							
<u>GERMANY</u>							
VERA	V15194/25Wz	07/15/76	999754	07/15/76	07/15/06	REGISTERED	45890DE0
21 - HOUSEWARES AND GLASS							
24 - TABLE LINENS							
25 - CLOTHING							
<u>GUYANA</u>							
VERA			10694	09/27/78	09/27/99	REGISTERED	45890GY0
24 -							
VERA			10695	09/27/78	09/27/99	REGISTERED	45890GY1
25 -							
<u>HONG KONG</u>							
VERA	944/67	05/18/67	944/67	05/18/67	05/18/02	REGISTERED	45890HK1
24 - LINENS & SIMILAR PRODUCTS INCLUDING TABLE CLOTHS, NAPKINS, PLACE MATS & TOWELS							
VERA	911/67	05/18/67	911/67	05/18/67	05/18/02	REGISTERED	45890HK2
25 - LADIES SCARVES, NECKTIES, BLOUSES, SHAWLS & KERCHIEFS ADAPTED TO BE WORN AS HEAD COVERINGS & AS NECKERCHIEFS							
<u>ISRAEL</u>							
VERA	27253	04/26/67	27253	04/26/67	04/26/02	REGISTERED	45890IL0
24 - HOUSEHOLD LINENS							
VERA	27254	04/26/67	27254	04/26/67	04/26/02	REGISTERED	45890IL1
25 - LADIES SCARVES, NECKTIES, BLOUSES, SHAWLS & KERCHIEFS ADAPTED TO BE WORN AS HEAD COVERINGS & AS NECKERCHIEFS							
<u>JAPAN</u>							
VERA STYLIZED	180,337/73	11/14/73	2,268,205	09/21/90	09/21/00	REGISTERED	45898JPO
17 - CLOTHING							
<u>MEXICO</u>							
VERA	N/A	08/30/89	382058	08/27/90	08/30/04	REGISTERED	45890MX0
18 - ONLY CLOTH (FUR IMITATION)							
22 - ONLY TARPAULINS AND NETS (EXCEPTING SPORTING GOODS FOR VEHICLES).							
24 - TEXTILES AND TEXTILE GOODS, NOT INCLUDED IN OTHER CLASSES; BED AND TABLE COVERS							
27 - ONLY CARPETS, ARTIFICIAL TURFS, MATS, DOOR MATS							
<u>NETHERLANDS ANTILLES</u>							
VERA			8727	08/21/72	08/21/02	REGISTERED	45890AN0
- CLOTHING ITEMS AS WELL AS HOUSEHOLD LINENS & THE LIKE							
<u>NEW ZEALAND</u>							
VERA						NOT MAILED	45890NZ0

VERA LICENSING, INC. (7880) ACTIVE TRADEMARK REPORT

DATE: 05/04/99 TIME: 10:29

TRADEMARK	APPLICATION#	FILE DATE	REGISTRATION	REG DATE	NEXT RENEWAL	STATUS	MATTER#
24 - PIECE GOODS, BED AND TABLE LINENS, BED COVERS, CURTAINS, TOWELS, UPHOLSTERY FABRICS AND TEXTILE ARTICLES							
VERA						NOT MAILED	45890N21
25 - LADIES' SCARVES, NECKTIES, BLOUSES, SHAWLS, AND KERCHIEFS ADAPTED TO BE WORN AS HEAD COVERINGS AND AS NECKERCHIEFS, SKIRTS, SLACKS, SPORTSWEAR, AND BEACH WEAR							
<u>PANAMA</u>							
VERA						NOT MAILED	45890PA2
<u>SOUTH AFRICA</u>							
VERA	67/1809	05/03/67	67/1809	05/03/67	05/03/07	REGISTERED	45890ZA0
25 - ARTICLES OF CLOTHING							
VERA	67/1808	05/03/67	67/1808	05/03/67	05/03/07	REGISTERED	45890ZA2
24 - LINENS, TABLE CLOTHS, NAPKINS, PLACE MATS, TOWELS & ALL OTHER GOODS INCLUDED IN THE CLASS							
<u>THAILAND</u>							
VERA	240016	01/23/73	3696	07/15/93	01/23/03	REGISTERED	45890TH0
25 - SCARVES							
<u>UNITED STATES</u>							
ACUTE	538,752	05/20/85	1,377,363	01/07/86	01/07/06	REGISTERED	37156US0
25 - SCARVES, SHAWLS, SASHES, MUFFLERS, BANDANAS AND STOLES							
Lady Bug Design	160,074	01/02/63	757,827	10/01/63	10/01/03	REGISTERED	30191US0
42 - TABLE CLOTHS, DRAPERIES, BATH AND BEACH TOWELS, PLACE MATS, NAPKINS, TOASTER COVERS AND POT HOLDERS							
PRIMA VERA	618,553	09/08/86	1,460,109	10/06/87	10/06/07	REGISTERED	31026US0
24 - TEXTILE AND VINYL TABLE LINENS NAMELY, TABLE CLOTHS, PLACEMATS, AND TABLE RUNNERS, AND TEXTILE NAPKINS							
THE VERA STUDIO	74,297,790	07/22/92	1,756,979	03/09/93	03/09/03	REGISTERED	38744US0
25 - Scarves, shawls, sashes, mufflers, pocket squares							
VERA	252,180	03/03/80	1,205,491	08/17/82	08/17/02	REGISTERED	35890US0
24 - BED LINENS-NAMELY, BED SHEETS, PILLOW CASES AND BLANKETS							
VERA (Stylized)	57,096	08/12/58	683,332	08/11/59	08/11/99	REGISTERED	30187US0
39 - LADIES' SCARVES, NECKTIES, BLOUSES, SHAWLS, AND KERCHIEFS ADAPTED TO BE WORN AS HEAD COVERING...							
VERA (Stylized)	336,731	09/02/69	896,548	08/11/70	08/11/00	REGISTERED	30202US0
24 - TABLE LINENS, I.E. TABLECLOTHS, NAPKINS, HAND TOWELS							
25 - ARTICLES OF WEARING APPAREL FOR WOMEN							
VERA (Stylized)	179,255	07/24/78	1,122,784	07/24/79	07/24/99	REGISTERED	30493US0
18 - UMBRELLAS							
VERA (Stylized)	454,096	11/23/83	1,301,753	10/23/84	10/23/04	REGISTERED	30735US0
21 - NAPKIN RINGS							
VERA (Stylized)	189,110	10/12/78	1,138,632	08/12/80	08/12/00	REGISTERED	31312US0
9 - SUNGLASSES AND OPHTHALMIC EYEGLASSES AND CASES THEREFOR							
VERA (Stylized)	224,924	07/26/79	1,151,031	04/14/81	04/14/01	REGISTERED	36031US0
16 - TISSUES							
VERA (Stylized)	438,284	08/08/83	1,309,046	12/11/84	12/11/04	REGISTERED	3C451USC
21 - IRONING BOARD COVERS							

VERA LICENSING, INC. (7880) ACTIVE TRADEMARK REPORT

DATE: 05/04/99 TIME: 10:29:10

TRADEMARK	APPLICATION#	FILE DATE	REGISTRATION	REG DATE	NEXT RENEWAL	STATUS	MATTER#
VERA 2 and Design	279,107	09/24/80	1,189,410	02/09/82	02/09/02	REGISTERED	30595US0
25 - WOMEN'S CLOTHING-NAMELY, SHAWLS, KNOT MUFFLERS AND HATS, CROCHETED AND SW EWN COLLARS							
26 - RIBBONS AND ARTIFICIAL FLOWERS							
VERA TABLE TOP CO (Stylized)	291,548	12/31/80	1,206,750	08/31/82	08/31/02	REGISTERED	30605US0
24 - TABLE LINEN							
VERA TEX and Design	244,513	12/31/79	1,178,250	11/17/81	11/17/01	REGISTERED	30561US0
25 - LADIES' WEAR-NAMELY, JACKETS, VESTS, DRESSES AND SHORTS							
VERA VERVE (Stylized)	418,157	03/13/72	963,707	07/10/73	07/10/03	REGISTERED	30248US0
24 - TABLE LINENS OF NATURAL AND SYNTHETIC FIBERS							
VERACLOTH	142,566	04/18/62	748,841	04/30/63	04/30/03	REGISTERED	30190US0
42 - PRINTED, WOVEN TEXTILE FABRIC FOR MAKING INTO LAMINATED AND NONLAMINATED PLACE MATS, TABLE COVERS AND THE LIKE							
VERACREPE	170,561	06/07/63	778,215	10/06/64	10/06/04	REGISTERED	30193US0
39 - SCARVES							
VERASHEER	170,560	06/07/63	778,214	10/06/64	10/06/04	REGISTERED	30192US0
39 - SCARVES							
VERATERRY	167,169	04/19/63	775,874	08/25/64		REGISTERED	3A482US0
039 - WOMEN'S SCARVES AND TOGAS AND BLEACHWEAR; NAMELY, BEACH ROBES, BEACH HOOD S, BEACH BLOUSES AND BLEACH DRESSES							
VERESA	153,979	01/03/78	1,114,550	03/06/79	03/06/99	REGISTERED	30469US0
25 - ARTICLES OF WEARING APPAREL FOR WOMEN, YOUNG WOMEN, AND GIRL S-NAMELY, SCARVES, SHAWLS AND NECKERCHIEFS,...							