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TRADEMARKS ONLY

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U.S. Patent & TMO/TM Mail Rcpt Dt. #54

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1. Name of Party(ies) conveying an interest:

Smart Style Industries, Inc.

Entity:

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

2. Name and Address of Party(ies) receiving an interest:

Name: A&N ENTERPRISES LLC

Internal Address:

Attn: Norman Moskowitz

Street Address: 71-20 Harrow Street

City: Forest Hills

State: NY Zip: 11375

Entity:

- Individual
- General Partnership
- Corporation-State
- Other NY limited liability co.
- Association
- Limited Partnership

Citizenship

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

(The attached document must not be an assignment)

3. Interest Conveyed:

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

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)

Ser. No. 75/386,013 WEE WILLIE.

8.4.99

B. Trademark Registration No.(s)

- Reg. #981,158 Wild Style by Smart Style Ind.
- Reg. #1,082,694 ELLIOT STEVENS
- Reg. #1,223,514 JOHN QUADE
- Reg. #1,312,436 MEAT 'N POTATOES
- Reg. #1,612,138 WEE WILLIE
- Reg. #2,143,425 SIM DANIEL
- Reg. #2,143,426 PRINCESS COLLECTION
- Reg. #2,143,427 REGIE & ME

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

Name: Gail E. Nickols, Esq.

Internal Address: (Temko + Temko)

Street Address: 325 East 80th Street
#5G

City: New York,

State: NY Zip: 1002

6. Number of applications and registrations involved:

9

7. Amount of fee enclosed or authorized to be charged:

\$ 240

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

~~XXXXXXXXXX~~

8/10/1999 BCDATES 00000079 75386013

DO NOT USE THIS SPACE

1 FC:481
2 FC:482

40.00 OP
200.00 OP

9. Date of execution of attached document. July 28, 1999

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:

August 2, 1999

Date

Gail E. Nickols

Gail E. Nickols

Signature

Name of Person Signing

TRADEMARK ASSIGNMENT

WHEREAS, SMART STYLE INDUSTRIES, INC., a New York corp., located and doing business at 71-20 Harrow Street, Forest Hills, New York 11375, has used and owns the registrations and application attached as Schedule A, all in International Class 25 except for Ser. No. 75/386,013; and,

WHEREAS, A & N ENTERPRISES LLC, a New York limited liability company with a business address at 71-20 Harrow Street, Forest Hills, New York 11375, is desirous of acquiring all right, title and interest in said trademarks listed in Schedule A attached hereto, together with the goodwill of the business incident thereto; and

NOW THEREFORE, for and in consideration of the sum of ONE DOLLAR (\$1.00) in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, SMART STYLE INDUSTRIES, INC. hereby assigns all right, title and interest to the United States Trademark Registrations and Application listed on Schedule A to A & N ENTERPRISES LLC together with the goodwill of the business incident to the use of those trademarks.

SMART STYLE INDUSTRIES, INC.


Norman Moskowitz, President

Dated: 7/28/94

SCHEDULE A

<u>Trademark</u>	<u>Reg. No. or Appn.</u>	<u>Granted or Filed</u>
1. WILD STYLE BY SMART STYLE IND.	981,158	Mar. 26, 1974
2. ELLIOT STEVENS	1,082,694	Jan. 17, 1978
3. JOHN QUADE	1,223,514	Jan. 11, 1983
4. MEAT 'N POTATOES	1,312,436	Jan. 8, 1985
5. WEE WILLIE	1,612,138	Sept. 4, 1990
6. SIM DANIEL	2,143,425	Mar. 10, 1998
7. PRINCESS COLLECTION	2,143,426	Mar. 10, 1998
8. REGIE & ME	2,143,427	Mar. 10, 1998
9. WEE WILLIE	75/386,013	Nov. 6, 1997