

9-3-99

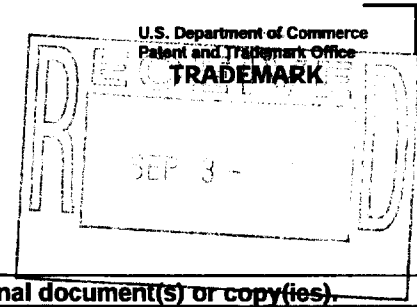
FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

09-09-1999



101139468

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
 - Change of Name
 - Other 1912150
- Effective Date
Month Day Year
01-18-96

Conveying Party

Mark if additional names of conveying parties attached

Name ADRIENNE VITTADINI, INC. Execution Date
Month Day Year _____

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name AGIVI, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) c/o PAVIA & HARCOURT

Address (line 2) 600 MADISON AVENUE

Address (line 3) NEW YORK NEW YORK 10022
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 DELAWARE

09/09/1999 NTHAI1 00000103 500381 1912150

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 325.00 CH

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
REEL: 001955 FRAME: 0173

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"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,912,150"/>	<input type="text" value="1,789,486"/>	<input type="text" value="1,821,422"/>
<input type="text" value="1,241,274"/>	<input type="text" value="1,653,450"/>	<input type="text" value="1,601,002"/>
<input type="text" value="1,794,033"/>	<input type="text" value="1,728,435"/>	<input type="text" value="1,731,179"/>

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

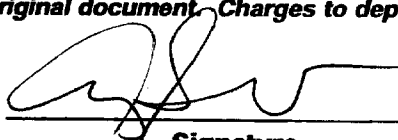
No

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.

ANTHONY S. CANNATELLA

Name of Person Signing



Signature

SEPTEMBER 3, 1993

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0851-0027

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

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 the Assignment.)

Citizenship/State of Incorporation/Organization

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

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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)

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<input type="text" value="1,731,233"/>	<input type="text" value="1,736,628"/>	<input type="text" value="1,877,133"/>
<input type="text" value="1,867,672"/>	<input type="text" value="1,868,907"/>	<input type="text"/>
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CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
ADRIENNE VITTADINI, INC.

ADRIENNE VITTADINI, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment of the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of Adrienne Vittadini, Inc. be amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article FIRST, so that, as amended, said Article shall be and read as follows:


"FIRST: The name of the corporation is
AGIVI, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders of said corporation have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

10077044

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Adrienne Vittadini, Inc., has caused this Certificate to be signed by Gianluigi Vittadini, its Vice Chairman, and attested to by Ronald Ventrucelli, its Secretary, this 18 day of January 1996.


~~Gianluigi Vittadini, Vice Chairman~~

ATTEST:



Ronald Ventrucelli, Secretary

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF DISSOLUTION OF "AGIVI, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 1996, AT 8:30 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

2094386 8100

960386867

AUTHENTICATION:

8266837

DATE:

12-31-96

SCHEDULE A
SECURITY AGREEMENT AND COLLATERAL LICENSE ASSIGNMENT
REGISTRATION

- (1) 1,912,150 (Application Serial No. 74/507,701)
- (2) 1,789,486
- (3) 1,821,422
- (4) 1,241,274
- (5) 1,653,450
- (6) 1,601,002
- (7) 1,794,033
- (8) 1,728,435
- (9) 1,731,179
- (10) 1,731,233
- (11) 1,736,628
- (12) 1,877,133
- (13) 1,867,672
- (14) 1,868,907