

9-24-99

09-29-1999

ER SHEET
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101157640

To the Honorable Commissioner of Patents

Original documents or copy thereof.

1. Name of conveying party(ies):

Name: de V&P, Inc.

- Individual(s)
- General Partnership
- Corporation-State (Delaware)
- Other

- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies)

Name: Finova Capital Corporation

Address: 111 West 40th Street
New York, New York 10018

3. Nature of conveyance:

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

Execution Date: September 2, 1999

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership

Corporation-State Delaware
 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 registration number(s):

A. Trademark Application No.(s)
(SEE ATTACHED SCHEDULE)

B. Trademark Registration No.(s)
(SEE ATTACHED SCHEDULE)

Additional numbers attached? Yes No

1388490

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

Baila H. Celedonia, Esq.
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41)..... \$ 440.00

- Enclosed
- Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415

(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.

Baila H. Celedonia 9/23/99
Baila H. Celedonia, Esq. Signature Date

Total number of pages including cover sheet, attachments, and document: 4

Mail to: Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231

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40.00
400.00
09/28/1999 11:11
01 FC:481
02 FC:482

UNITED STATES TRADEMARK REGISTRATIONS

TRADEMARK	REG. NO.	REG. DATE
AV	1,988,490	07/23/96
ADRIENNE VITTADINI	1,912,150	08/15/95
ADRIENNE VITTADINI	1,877,133	01/31/95
ADRIENNE VITTADINI	1,868,907	12/20/94
ADRIENNE VITTADINI	1,867,672	12/13/94
A2F ALL ABOUT FASHION	1,821,422	02/15/94
ADRIENNE VITTADINI	1,794,033	09/21/93
VITTADINI SPORT	1,789,486	08/24/93
ADRIENNE VITTADINI	1,736,628	12/01/92
ADRIENNE VITTADINI	1,731,179	11/10/92
ADRIENNE VITTADINI	1,601,002	06/12/90
ADRIENNE VITTADINI	1,241,274	06/07/83

UNITED STATES TRADEMARK APPLICATIONS

TRADEMARK	SERIAL NO.	FILING DATE
ADRIENNE VITTADINI	75/597,522	12/01/98
ADRIENNE VITTADINI	75/597,521	12/01/98
ADRIENNE VITTADINI	75/597,513	12/01/98
ADRIENNE VITTADINI MARE	75/544,492	08/26/98
AVAVAVAVA & Design	75/405,599	12/15/97

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, De V & P, Inc. ("Borrower"), a Delaware corporation with an office located at 1441 Broadway, New York, NY 10018 has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to FINOVA CAPITAL CORPORATION ("FINOVA"), a Delaware corporation having an office at 111 West 40th Street, New York, New York 10018, pursuant to (i) a certain Promissory Note ("Note") dated September 2, 1999 (ii) a certain Factoring Agreement dated September 2, 1999 (iii) a certain Inventory Loan and Security Agreement, dated September 2 1999 and (iv) a certain Letter of Credit agreement dated September 2 1999 between FINOVA and Borrower, and (v) a certain Trademark Collateral Security Agreement, dated the date hereof made by Borrower in favor of FINOVA (the "Agreements"); and

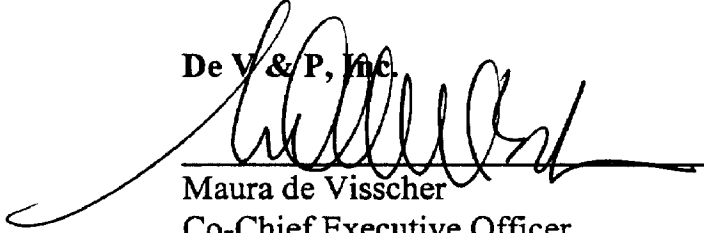
WHEREAS, pursuant to the Agreements, Borrower is granting to FINOVA a security interest in the Marks, the goodwill symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto FINOVA and grant to FINOVA a security interest in and to the Marks, together with the goodwill symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure the Guaranty and all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

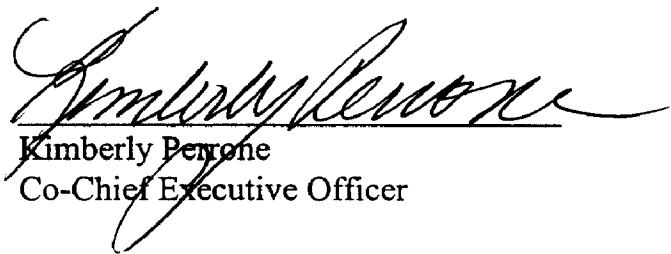
Borrower expressly acknowledges and affirms that the rights and remedies of FINOVA with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
September 2, 1999

De V & P, Inc.

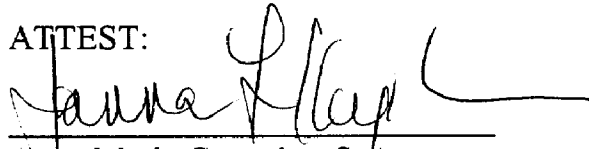


Maura de Visscher
Co-Chief Executive Officer



Kimberly Perrone
Co-Chief Executive Officer

ATTEST:



Anne Marie Gonzalez, Secretary

Janna L. Kaplan X.

STATE OF NEW YORK)
 :
 COUNTY OF NEW YORK)

ss.:

Before me, the undersigned, on this 2 day of September, 1999, personally appeared ^{Kimberly} ~~Paranne & Mauro de Visscher~~, to me known personally, and who being by me duly sworn, deposes and says that he is the individual who executed said instrument.

Risa Haas

NOTARY PUBLIC

My Commission Expires: May 31, 2001

RISA HAAS
Notary Public, State of New York
No. 01HA4752904
Qualified in Kings County
Commission Expires May 31, 2001

STATE OF NEW YORK)
 :
 COUNTY OF NEW YORK)

ss.:

Before me, the undersigned, on this 2 day of September, 1999, personally appeared George Kwong, to me known personally, and who being by me duly sworn, deposes and says that he is a Vice President of FINOVA CAPITAL CORPORATION, and that he was authorized to sign his name thereto on behalf of said corporation.

Risa Haas

NOTARY PUBLIC

My Commission Expires: May 31, 2001

RISA HAAS
Notary Public, State of New York
No. 01HA4752904
Qualified in Kings County
Commission Expires May 31, 2001