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10-25-99

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Expires 06/30/99  
OM: 0651-0027



10-25-1999

U.S. Patent & TMO/c/TM Mail RptDt. #40

10-29-1999



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### 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  
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

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Name

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Composed of

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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

10/28/1999 MTHAI1 00000282 1346042

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01 FC:481  
02 FC:482

40.00 OP  
25.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:  
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TRADEMARK

REEL: 001981 FRAME: 0900

**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

(714) 540-1235

Name

Perry J. Viscounty, Esquire

Address (line 1)

Latham & Watkins

Address (line 2)

650 Town Center Drive

Address (line 3)

20th Floor

Address (line 4)

Costa Mesa, California 92626-1925

**Pages**

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

#

1

**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"/>

1,346,042	1,165,077	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

2

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

65

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:

#

500524

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.

Patricia A. Conner

October 25, 1999

Name of Person Signing

Signature

Date Signed

**ASSIGNMENT**

**WHEREAS**, Sterling Jewelers Inc., a corporation organized under the laws of Delaware, located and doing business at 375 Ghent Road, Akron, Ohio 44333, (hereinafter "Assignor") is the owner of U.S. Trademark Registration Nos. 1,165,077 and 1,346,042, which issued on August 11, 1981 and July 2, 1985, respectively in the United States; and

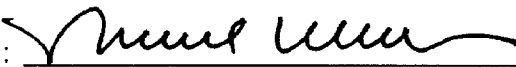
**WHEREAS**, Mandarin Gems of California, Inc., a corporation organized under the laws of California, located and doing business at 3333 Bristol Street, Suite 2413, Costa Mesa, California 92626 (hereinafter "Assignee").

**WHEREAS**, Assignor is desirous of assigning and Assignee desires to acquire the Assignor's right, title, and interest in and to U.S. Trademark Registration Nos. 1,165,077 and 1,346,042, for the mark **BLACK, STARR & FROST**;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, its entire right, title, interest in and to U.S. Trademark Registration Nos. 1,165,077 and 1,346,042, for the mark, **BLACK, STARR & FROST**, and the goodwill of the business connected with the trademark, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

STERLING JEWELERS INC.

By: 

Name: RICHARD W. MILLER  
EXECUTIVE VICE PRESIDENT

Title: \_\_\_\_\_

Date: 09-21-99