

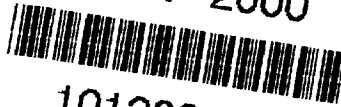
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APPLICATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

03-07-2000



ILY/D

101282995

To the Honorable Commissioner of Patents and Trademarks

with the attached original documents or copy thereof.

1. **ALLIANCE FOOTWEAR CORP.**

02-02-2000
U.S. Patent & TMOfo/TM Mail Ropt Dt. #64

Individuals Association
 General Partnership Limited Partnership
 Other Corporation

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Corrected Cover Sheet

Execution Dates: 7/30/99

2. Name and address of receiving party(ies)

Name: NEXT STEP GROUP, INC.
Internal Address: Suite 4112
Street Address: 350 Fifth Avenue
City: New York State: NY Zip: 10118

Individual(s) Citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 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) _____ B. Trademark Registration No.(s) 2055470 and 346290

Additional numbers attached? Yes No

Additional numbers attached? Yes No

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

Name: Lisa A. Pieroni, Esq.
Address: KIRSCHSTEIN, et al.
489 Fifth Avenue
New York, New York 10017

6. Total number of applications and patents involved: 2

7. Total Fee (37 C.F.R. 3.41)..... \$65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 11-1145

03/07/2000 DC04TES 00000215 2055470

01 FC:401
02 FC:402

40.00 OP
25.00 OP

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.

Lisa Pieroni
Name of Person Signing

Signature

January 31, 2000
Date

Total number of pages including cover sheet, attachments, and document: 6



RECO

10-20-1999

TEET U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

10-14-1999

4/94)



101175008

U.S. Patent & TMO/TM Mail Rcpt Dt. #47

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies).

ALLIANCE FOOTWEAR CORP.

- Individuals
- General Partnership
- Other Corporation
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Dates: 7/30/99

2. Name and address of receiving party(ies)

Name: NEXT STEP GROUP, INC.

Internal Address: _____

Street Address: 1794 East 5th Street

City: Brooklyn State: NY Zip: 11223

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

B.

Trademark Registration No.(s) 2055470 and 346290

Additional numbers attached? Yes No

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Address: KIRSCHSTEIN, et al.

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New York, New York 10017

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2

7. Total Fee (37 C.F.R. 3.41).....\$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1145

10/10/1999 NTHA11 00000076 2055470

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01 FC:481 40.00 OP
02 FC:482 25.00 OP

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.

Lisa Pieroni
Name of Person Signing

Signature

October 12, 1999
Date

Total number of pages including cover sheet, attachments, and document: 2

TRADEMARK
REEL: 002030 FRAME: 0687

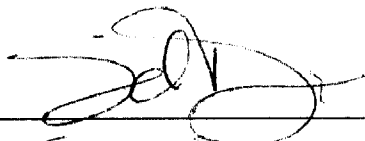
TRADEMARK ASSIGNMENT

WHEREAS, ALLIANCE FOOTWEAR CORP., a corporation organized and existing under the laws of the State of New York and located at 1794 East 5th Street, Brooklyn, New York 11223 ("Assignor"), is the sole and exclusive owner of all right, title and interest in and to the trademarks identified on Exhibit A ("Trademarks") and to the Trademark Registrations identified therein ("Trademark Registrations") which registration is in full force and effect; and

WHEREAS, NEXT STEP GROUP, INC., a corporation organized and existing under the laws of the State of New York and located at 350 Fifth Avenue, Suite 4112, New York, New York 10118 ("Assignee") is desirous of acquiring the title, rights, benefits and privileges to the above identified Trademarks and Trademark Registrations:

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10) and for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee the entire right, title and interest in and to the above-identified Trademarks and Trademark Registrations, together with all goodwill of the business arising from the use of and symbolized by the Trademarks and Trademark Registrations.

ALLIANCE FOOTWEAR CORP.



Name: Selim Dastey

Title: Pres

Dated: July 30, 1999

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EXHIBIT A

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
MADemoiselle	2055470	April 22, 1997
MADemoiselle	346290	May 18, 1937



**UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JANUARY 11, 2000

PTAS



101175008A

JAN 18 2000

KIRSCHSTEIN, ET AL
LISA A. PIERONI, ESQ.
489 FIFTH AVENUE
NEW YORK, NEW YORK 10017

**UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**

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PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 10/14/1999

REEL/FRAME: 001975/0982
NUMBER OF PAGES: 3

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:

ALLIANCE FOOTWEAR CORP.

DOC DATE: 07/30/1999
CITIZENSHIP: NEW YORK
ENTITY: CORPORATION

ASSIGNEE:

NEXT STEP GROUP, INC.
1794 EAST 5TH STREET
BROOKLYN, NEW YORK 11223

CITIZENSHIP: NEW YORK
ENTITY: CORPORATION

APPLICATION NUMBER: 75127714
REGISTRATION NUMBER: 2055470

FILING DATE: 07/01/1996
ISSUE DATE: 04/22/1997

MARK: MADEMOISELLE

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

**TRADEMARK
REEL: 002030 FRAME: 0690**

APPLICATION NUMBER: 71388016
REGISTRATION NUMBER: 0346290

FILING DATE: 01/21/1937
ISSUE DATE: 05/18/1937

MARK: MADEMOISELLE
DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

SHIRLIE SIMON, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS