

MLM
2/28/00

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

04-03-2000



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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
Effective Date
Month Day Year

- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name MLC HOLDINGS, INC.

01 31 2000

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name MONARCH LUGGAGE CO., INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 475 FIFTH AVENUE

Address (line 2) _____

Address (line 3) NEW YORK NY 10017
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 NEW YORK

03/31/2000 DCOATES 00000095 1931280

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 75.00 OP

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

TRADEMARK
REEL: 002042 FRAME: 0208

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" value="1,931,280"/>	<input type="text" value="1,095,989"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,871,343"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,842,381"/>	<input type="text"/>	<input type="text"/>

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.)

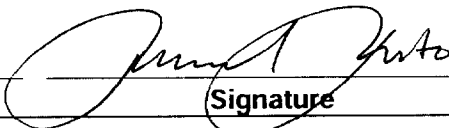
Deposit Account Number: #

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.

TRACHEL PINTO
Name of Person Signing


Signature

2-18-00
Date Signed

ASSIGNMENT OF TRADEMARKS

WHEREAS, MLC HOLDINGS, INC., a New York corporation, having its principal place of business at 475 Fifth Avenue, New York, New York 10017 (hereinafter referred to as "ASSIGNOR"), is the owner of the trademarks and the record owner for the United States trademark registrations and applications set forth in the SCHEDULE OF TRADEMARKS annexed hereto and made a part hereof, ("hereinafter the "TRADEMARKS"); and

WHEREAS, MONARCH LUGGAGE CO. INC., a New York corporation, having a principal place of business at 475 Fifth Avenue, New York, New York 10017 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring all of the rights, title and interest of ASSIGNOR in, to and under the TRADEMARKS, together with the goodwill of the business associated with the TRADEMARKS:

NOW THEREFORE, in consideration of the sum of TEN (\$10.00) DOLLARS and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR confirms the transfer and hereby transfers and assigns to ASSIGNEE the entire right, title and interest in and to the TRADEMARKS and any and all rights in trademarks including pending federal applications, state and common law rights and rights in trademark assets worldwide together with the goodwill of the business associated with the TRADEMARKS and the United States registrations and applications therefor; and

ASSIGNOR, does also hereby sell, assign, transfer and set over unto ASSIGNEE, its successors, legal representatives and assigns all claims for damages by reason of past infringement of the TRADEMARKS and any and all rights in trademarks including pending federal applications,

state and common law rights and rights in trademark assets worldwide, the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives; and

ASSIGNOR, further authorizes the Commissioner of Patents and Trademarks of the United States, whose duty it is to record trademark registrations, applications and title thereto, to record the TRADEMARKS and title thereto as the property of the ASSIGNEE, its successors, legal representatives and assigns in accordance with the terms of this instrument; and

IN WITNESS WHEREOF, ASSIGNOR has executed this instrument on this 31st day of January, 2000.

MLC HOLDINGS, INC.

By: 

Name: Seymour Schwartz

Title:

SCHEDULE OF TRADEMARKS

TRADEMARK	APP NO.	FILED	REG. NO.	REG.
FIRE WATER EARTH	74/570,027	9/27/1994	1,931,280	10/31/1995
AUTHENTIC RUGGED GEAR	74/472,722	12/21/1993	1,871,343	1/3/1995
TRUE GLIDE	74,378,093	4/8/1993	1,842,381	6/28/1994
VERDI	73/121,030	3/31/1977	1,095,989	7/11/1978