

01-23-2001



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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
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Kay Unger

1/1/00

Formerly _____

75906089

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization USA

Receiving Party

Mark if additional names of receiving parties attached

Name RFR Management Co.

DBA/AKA/TA _____

Composed of Richard Honig, Robert Feinberg, and Kay Unger

Address (line 1) 230 West 38th Street

Address (line 2) New York, New York 10018

Address (line 3) _____

- Individual General Partnership Limited Partnership

- Corporation Association

Other _____

Citizenship/State of Incorporation/Organization New York

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.)

FOR OFFICE USE ONLY

01/22/2001 DBYRNE 00000112 75906089

01 FC:481
02 FC:482

40.00 OP
175.00 OP

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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: 002217 FRAME: 0223

Domestic Representative Name and Address

Enter for the first Receiving Party only.

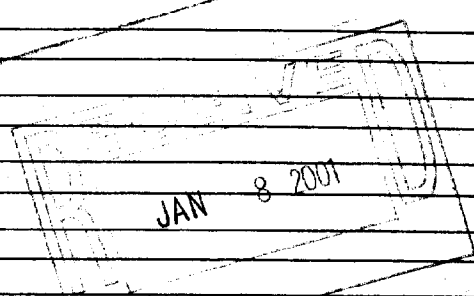
Name

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)

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.

Donna L. Mirman
Name of Person Signing

Signature

1/3/01
Date Signed

ASSIGNMENT OF TRADEMARK REGISTRATIONS AND PENDING APPLICATIONS

WHEREAS, Kay Unger ("Unger"), an individual residing at 139 East 79th Street, New York, New York 10021, has adopted, used or is intending to use in commerce various trademarks (the "Marks") in connection with those classes of products specified in the following registrations ("Registrations") issued to Unger by the United States Patent and Trademark Office ("PTO") and pending applications ("Applications") filed by Unger with the PTO:

A. Registrations:

<u>Mark</u>	<u>PTO Registration No.</u>	<u>Class</u>
KAY UNGER	1984160	025
KAY UNGER NEW YORK	1988483	025
KAY UNGER EVENING	1988484	025
UNGERWEAR	2385861	025
UNGER-MINDEL	2129565	025

B. Pending Applications:

<u>Mark</u>	<u>PTO Serial No.</u>	<u>Classes</u>
KAY UNGER NEW YORK	75/906089	018
KAY UNGER EFFICIENCY	75/912610	018
KAY UNGER EFFICIENCY	75/912609	025

WHEREAS, RFR Management Co. ("RFR"), a New York partnership having its principal offices at 230 West 38th Street, New York, New York 10018, is desirous of acquiring the Marks, the Registrations and the Applications and any and all good will associated therewith;

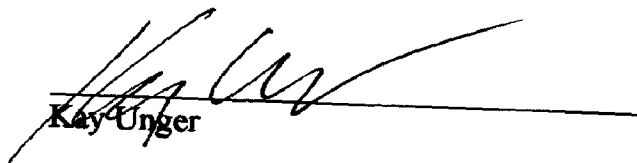
NOW, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Unger hereby transfers and assigns to RFR all right, title and interest in and to the Marks for the United States and throughout the world, together with all the good will of the business symbolized by the Marks, and Unger further assigns and transfers to RFR all of her right, title and interest in and to the Registrations and the Applications and to any registration or Notice of Allowance that may issue for the Applications, together with the right to recover for any damages and profits for past infringements thereof.

Unger and RFR further acknowledge that Unger is a partner in RFR and that RFR is the successor-in-interest to Unger's business relating to use of the Marks under 37 C.F.R. §3.16.

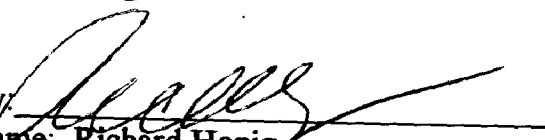
Unger agrees to execute any further documents that may be reasonably required to perfect this assignment of all right, title and interest in the above-identified Marks, Registrations and Applications, together with any good will of the business symbolized by the Marks, at RFR's expense.

The Commissioner of Patents and Trademarks is requested to issue any Certificate of Registration or Notice of Allowance to the assignee, RFR Management Co.

Dated: January 1, 2000


Kay Unger

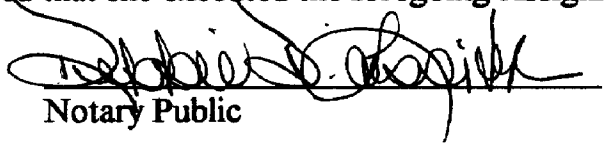
RFR Management Co.

By: 
Name: Richard Honig
Title: Partner

[ACKNOWLEDGMENTS CONTINUED ON NEXT PAGE]

STATE OF NEW YORK)
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COUNTY OF NEW YORK)

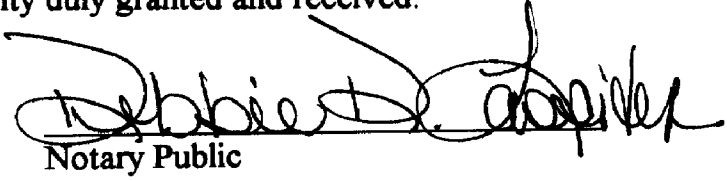
On this 15th day of December, 2000, before me personally came Kay Unger, the individual assignor above named, to me known to be the individual described in and who executed the foregoing instrument; and acknowledged that she executed the foregoing Assignment.


Notary Public

DEBBIE D. LASSITER
Notary Public, State of New York
No. 01LA5062512
Qualified in Queens County
Commission Expires July 01, 2002

STATE OF NEW YORK)
)
) .ss:
COUNTY OF NEW YORK)

On this 15th day of December, 2000, before me personally came Richard Honig to me known, who, being by me duly sworn, did depose and say that he is a partner of RFR Management Co., a New York partnership, the partnership described in and which executed the foregoing instrument; and that he executed the foregoing instrument on behalf of said partnership pursuant to partnership authority duly granted and received.


Notary Public

DEBBIE D. LASSITER
Notary Public, State of New York
No. 01LA5062512
Qualified in Queens County
Commission Expires July 01, 2002