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To the Honorable Commissioner c

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ched original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):  
 Limco, Inc.  
 a Delaware corporation,  
 located and doing business at  
 1105 North Market Street  
 Wilmington, Delaware 19801

1.8.01

Individual  Association  
 General Partnership  Limited Partnership  
 Corporation - Delaware  
 Other

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

2. Name and address of receiving party(ies):  
 Too, Inc.  
 a Delaware corporation,  
 located and doing business at  
 3885 Morse Road  
 Columbus, Ohio 43219

Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation - Delaware  
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (designation must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of name  
 Other

Execution Date: January 2, 2001

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
 01/23/2001 GTON11 00000129 2386563  
 40.00 OP  
 25.00 OP

B. Trademark Registration No.(s)  
 2,386,563 2,411,914

Additional numbers attached? Yes  No

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

Name: Frank J. Colucci, Esq.  
 Internal Address: Colucci & Umans  
Manhattan Tower  
 Street Address: 101 East 52<sup>nd</sup> Street  
 City: New York State: New York ZIP: 10022

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): 65.00  
 Enclosed  
 Authorized to be charged to deposit account.

8. Deposit account number:  
20-0050  
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

10. 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.*

Frank J. Colucci  
 Name of Person Signing

Frank J. Colucci  
 Signature

January 3, 2001  
 Date

Total number of pages including cover sheet: 4

OMB No. 0651-0011

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231 and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

**ASSIGNMENT**

**WHEREAS**, Limco, Inc., a Delaware corporation, having its principal office and place of business at 1105 North Market Street, Wilmington, Delaware 19801 (herein "Assignor"), is the record owner of the trademark TOO TWISTED for personal care products, namely, lip gloss in International Class 3, which is registered in the United States Patent and Trademark Office, under Registration No. 2,386,563, issued on September 12, 2000, and the trademark 2 and Design for clothing, namely, t-shirts, tank tops and swimsuits sold exclusively in applicant's licensee's retail stores in International Class 25, which is registered in the United States Patent and Trademark Office, under Registration No. 2,411,914, issued on December 12, 2000; and

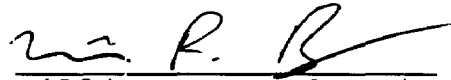
**WHEREAS**, Too, Inc., a Delaware corporation, having its principal office and place of business at 3885 Morse Road, Columbus, Ohio 43219 (herein "Assignee"), is desirous of acquiring said marks and the registrations thereof;

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the above-identified registrations thereof.

The Commissioner of Patents and Trademarks is requested  
to record the assignment to said Assignee.

Dated: Wilmington, Delaware  
January 2, 2001

LIMCO, INC.



William R. Bechstein  
Secretary

UNITED STATES OF AMERICA )  
STATE OF DELAWARE ) ss.:  
COUNTY OF NEW CASTLE )

I, *SONJA Allen Bevan*, a Notary Public in and for the State and County aforementioned, do hereby certify that William R. Bechstein, who appeared before me and who executed the foregoing document in my presence is the Secretary of Limco, Inc., a corporation existing under the laws of the State of Delaware; that the said William R. Bechstein has authority, under the articles of incorporation and bylaws of the said corporation to represent the said corporation; and that any instrument signed solely by him in his capacity as such officer is binding on the said corporation.

Dated this *2<sup>nd</sup>* day of January, 2001

Notary Public

*Sonja Allen Bevan*

**SONJA ALLEN BEVAN**  
**NOTARY PUBLIC-DELAWARE**  
**My Commission Expires May 30, 2002**