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To, the Honorable Commissioner of Patent

held original documents or copy hereof.

1. Name of conveying party(ies): 101650626

Address of receiving party(ies):

Boxer Holdings, Inc.

Name: Joe Boxer Corporation

Address: 1265 Folsom Street
San Francisco, California 94103

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State California
 Other

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

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

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) & addresses attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: March 2, 2001

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
75/731,518

B. Trademark Registration No.(s).

Additional Numbers attached? Yes No

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

Name: Patrick Boisson

Internal Address: Fross Zelnick Lehrman & Zissu, P.C.

Street Address: 866 United Nations Plaza

City: New York State: NY Zip: 10017

6. Total number of applications and registration involved:.....1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed
 Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900

(Attach duplicate copy of this page if paying by deposit account)

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.

Patrick Boisson
Name of Person Signing

Boisson
Signature

3/12/2001
Date

Total number of pages comprising cover sheet:

ASSIGNMENT

WHEREAS, Boxer Holdings, Inc., a corporation organized and existing under the laws of the state of California, located at 1265 Folsom Street, San Francisco, California 94103 ("Assignor"), is the owner of the trademark, where an Allegation of Use was filed on February 5, 2001 (hereinafter, the "Trademark");

TRADEMARK	SERIAL NO.
DOT	75/731,518

and WHEREAS, Joe Boxer Corporation, a corporation organized and existing under the laws of the state of California, located at 1265 Folsom Street, San Francisco, California 94103 ("Assignee"), is desirous of acquiring the Trademark.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark and the identified application therefor, and with all claims arising out of or relating to the use or ownership of the Trademark.

BOXER HOLDINGS, INC.

By: W. JOHN SHORT

Name: W JOHN SHORT

Title: CEO

Date of Signature: 3/2/01