

05-09-2001



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TRADEMARKS ONLY

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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

Tab settings

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

1. Name of conveying party(ies):

Kress International, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: April 17, 2001

2. Name and address of receiving party(ies)

Name: United Fashions of Texas, Ltd.

Internal

Address:

Street Address: 4629 Macro Drive

City: San Antonio State: Texas Zip: 78218

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1292997

Additional number(s) attached Yes No

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

Name: Flint Bourgeois

Internal Address:

Street Address: 4629 Macro Drive

City: San Antonio State: Texas Zip: 78218

6. Total number of applications and registrations involved:

1

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

405

(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.

Kathleen Quiroz

Name of Person Signing

Kathleen Quiroz

Signature

4-26-01

Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

**ASSIGNMENT OF REGISTERED SERVICE MARK**

WHEREAS, Kress International, Inc. ("Conveying Party"), a Florida corporation, has adopted, used, and is using a mark that is registered in the United States Patent and Trademark Office, registration number 1,292,997 dated September 4, 1984, for the trademark Frenzy ("Kress Mark") in connection with female wearing apparel - namely, tops and skirts; and

WHEREAS, United Fashions of Texas, Ltd. ("Receiving Party"), a Texas limited partnership, is desirous of acquiring the Kress Mark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the parties agree as follows:

Conveying Party hereby assigns unto Receiving Party all rights, title, and interest in and to the Kress Mark, together with the good will of the business symbolized by the Kress Mark, and the above identified registration thereof.

This Assignment shall be binding upon, and inure to the benefit of, the Conveying Party, the Receiving Party, and their respective legal representatives, trustees, receivers, successors, and permitted assigns.

**THIS ASSIGNMENT SHALL BE GOVERNED BY AND BE CONSTRUED UNDER THE LAWS OF THE STATE OF TEXAS, WITHOUT GIVING EFFECT TO ITS CHOICE-OF-LAW RULES, AND EXCLUSIVE VENUE OF ANY ACTION OR OTHER PROCEEDING THAT MAY BE BROUGHT OR ARISE OUT OF, IN CONNECTION WITH, OR BY REASON OF THIS AGREEMENT SHALL BE IN BEXAR COUNTY, TEXAS.**

CONVEYING PARTY:

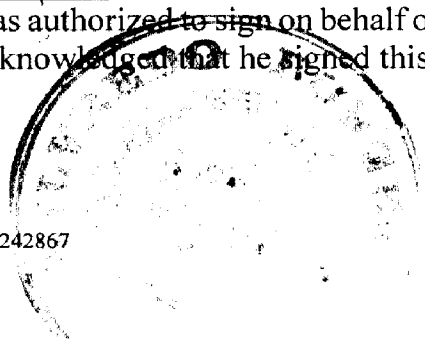
KRESS INTERNATIONAL, INC.

By: *[Signature]*  
4/17/2001, its PRESIDENT

AFFIDAVIT NO. 17,285

COMMONWEALTH OF PUERTO RICO §  
§  
MUNICIPIO DE SAN JOAQUIN §

On this 17TH day of APRIL, 2001, before me appeared MOISES BENEZUELA, PRESIDENT of Kress International, Inc., the person who signed this instrument on his own behalf, or who was authorized to sign on behalf of the identified corporation or other juristic entity, who being sworn, acknowledged that he signed this instrument as a free act.



*[Signature]*  
Notary Public, Commonwealth of Puerto Rico

KQ/11356.77/242867