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DEPARTMENT OF COMMERCE J.S. Patent and Trademark Office

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

1. Name of conveying party(ies): United Merchants & Manufacturers, Inc., a Delaware corporation. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State [] Other. Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: The Estate of Rose Marie Reid Internal Address: Street Address: Route 1, Box 3390 City: Alta State: Wyoming Zip: 83422 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State [x] Other Estate. 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) & address(es) attached? [] Yes [] No

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other. Execution Date: April 19, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 0551238. Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Kelly A. McMahon Internal Address: Jeffer, Mangels, Butler & Marmaro LLP Street Address: 2121 Avenue of the Stars City: Los Angeles State: CA Zip: 90067

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 [x] Enclosed [] Authorized to be charged to deposit account 8. Deposit account number: 10-0440 (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. Kelly A. McMahon Name of Person Signing [Signature] Signature 5/23/01 Date

Total number of pages including cover sheet, attachments, and document: 3

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

Express Mail Label #EE258385415US

ASSIGNMENT OF TRADEMARK

THIS ASSIGNMENT OF TRADEMARK is made as of the 19th day of April, 2001, by UNITED MERCHANTS & MANUFACTURERS, INC., a Delaware corporation, whose address is 450 Park Ave, N.Y., N.Y. 10017 ("Assignor") in favor of THE ESTATE OF ROSE MARIE REID, whose address is Route 1, Box 3390, Alta, Wyoming 83422 ("Assignee").

WHEREAS, Assignor is listed as the owner of a mark that is registered in the United States Patent and Trademark Office, Serial Number 71586063, Registration No. 0551238, with a registration date of November 27, 1951 (the "Trademark"); and

WHEREAS, the word mark associated with the Trademark is "Rose Marie Reid"; and

WHEREAS, Assignor desires to transfer and assign any and all right, title and interest it may have in the Trademark, and Assignee desires to acquire such right, title and interest, the registration thereof and the business and goodwill of Assignor's business in connection therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, Assignor does hereby transfer and assign all right, title and interest it may have in and to the Trademark, together with the goodwill of business symbolized by such Trademark, in the above-identified registration thereof.

IN WITNESS WHEREOF, Assignor, having been duly authorized, has caused this Assignment of Trademark to be executed as of the date first written above.

"ASSIGNOR"
UNITED MERCHANTS AND MANUFACTURERS, INC.

By: Judith A. Nadzick
Judith A. Nadzick

Its: President

[NOTARY INFORMATION FOLLOWS]

STATE OF NEW YORK)

COUNTY OF New York) SS.

The foregoing instrument was acknowledged before me this 23rd day of April, 2001, by Judith A. Nadavick the President of United Merchants and Manufacturers, Inc., a Delaware corporation.

Stephan Greenberg
NOTARY PUBLIC
Residing in New York

My Commission Expires:
~~Notary Public, State of New York~~
No. 21400265
Qualified in New York County
Term Expires January 31, 2002