

07-30-2001



7-1701

101791559
RECORDATION FROM 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
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of conveying parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

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)

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

07/27/2001 AMMED1 00000064 76155482

01 FC:481
02 FC:482

40.00 DP
350.00 OP

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:

#

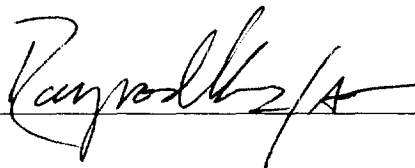
Authorization to charge additional fees:

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 true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Raymond A. Kurz, Esquire



July 17, 2001

C E R T I F I C A T

Je soussigné, Gérard LECUIT, notaire de résidence à Hesperange, Grand-Duché de Luxembourg, dûment habilité et reconnu,

CERTIFIE ET ATTESTE

1) Que "PRADA S.A." est une société de droit luxembourgeois, constituée sous la dénomination "PREFEL S.A." suivant acte du 29 juillet 1994, publié au Mémorial Recueil Spécial C numéro 469 du 19 novembre 1994, avec siège social à L-2311 Luxembourg, 3, avenue Pasteur.

Que les statuts furent modifiés suivant acte du 31 juillet 1998, publié au Mémorial, Recueil C numéro 752 du 17 octobre 1998 et en date du 15 décembre 2000, en voie de publication.

Que le siège social a été transféré:

- en date du 1er décembre 1997, à L-2449 Luxembourg, 5, Boulevard Royal,
- en date du 9 janvier 1998, à L-2449 Luxembourg, 25A, Boulevard Royal, et
- en date du 31 juillet 2000, à L-1118 Luxembourg, 23, rue Aldringen.

Que le numéro de registre de commerce de "PRADA S.A." est B 48.328

2) Que "PRADA S.A." a un capital social de TRENTE-ET-UN MILLE EURO (31.000.- EUR) représenté par cinq mille (5.000) actions sans désignation de valeur nominale.

3) Que la société a pour objet toutes les opérations se rapportant directement ou indirectement à la prise de participations sous quelque forme que ce soit, à l'administration, la gestion, au contrôle et à la mise en valeur de participations dans toutes sociétés, établies en Europe ou même hors de l'Europe.

Elle pourra notamment employer ses fonds à la création, à la gestion, à la mise en valeur et à la liquidation d'un portefeuille se composant de tous titres et brevets de toute origine, participer à la création, au développement et au contrôle de toute entreprise, acquérir par voie d'apport, de souscription, de prise ferme ou d'option d'achat et de toute autre manière, tous titres et brevets, les réaliser par voie de vente, de cession, d'échange ou autrement, faire mettre en valeur ces affaires et brevets, accorder aux sociétés auxquelles elle s'intéresse tous concours, prêts, avances ou garanties.

La société peut emprunter sous toutes les formes et procéder à l'émission d'obligations.

D'une façon générale, elle peut prendre toutes mesures de contrôle et de surveillance et faire toutes opérations financières, commerciales et industrielles, qu'elle jugera utile à l'accomplissement ou au développement de son objet.

4) Que suivant les statuts de la société "PRADA S.A.", celle-ci est valablement représentée par les administrateurs suivants:

a) Madame Maria Prada Bianchi, administrateur de sociétés, demeurant à Milan, Italie,

b) Monsieur Marco Salomoni, administrateur de sociétés, demeurant à Milan, Italie,

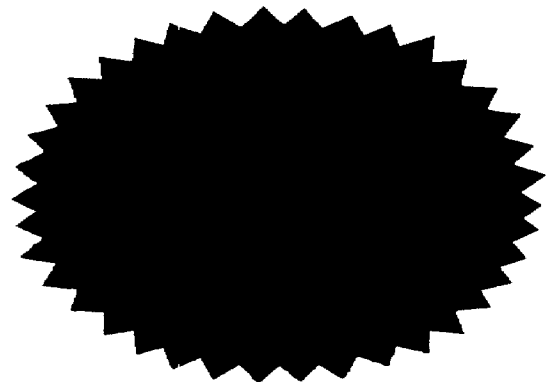
c) Monsieur Patrizio Bertelli, administrateur de sociétés, demeurant à Milan, Italie.

Suivant une résolution du conseil d'administration, Madame Maria Prada Bianchi et Monsieur Marc Salomoni ont été nommés administrateurs-délégués de la société et ils ont tous pouvoirs pour représenter la société en ce qui concerne la gestion journalière par leur seule signature.

5) Que le commissaire aux comptes de la société est:

PriceWaterhouseCoopers, ayant son siège social à Luxembourg.

Hesperange, le 19 janvier 2001.

A handwritten signature in black ink, appearing to be 'P. Bertelli', written in a cursive style.

CERTIFICATE

I, the undersigned Gérard LECUIT, Notary Public residing in Hesperance, Grand-Duché de Luxembourg, duly commissioned and sworn,

CERTIFIES AND DECLARES

1. That "PRADA S.A." is a company duly established under the laws of Luxembourg, originally under the name "PREFEL S.A." by deed of 29 July, 1994, published in the Special Register of Record C no 469 of 19 November, 1994, with legal seat at 3, Avenue Pasteur, L - 2311 Luxembourg.
2. That the Articles of Incorporation were modified by deed of 31 July, 1998, published in the special Register of Record C no 752 of 17 October, 1998, and 15 December, 2000, in the course of publication.

That the legal seat was changed as follows:

- on 1 December, 1997, to 5, Boulevard Royal, L - 2449 Luxembourg,
- on 9 January, 1998, to 25a, Boulevard Royal, L - 2449 Luxembourg,
- on 31 July, 2000, to 23, Rue Aldringen, L - 1118 Luxembourg.

That "PRADA S.A." number in the Register of Commerce is B 48.328.

2. That "PRADA S.A." capital worth THIRTY ONE THOUSAND EURO (31,000.- EURO) represented by five thousand (5,000) shares without nominal value.

1. That the company's business concerns all operations directly or indirectly related to the taking on of shares in whatever form, to the administration, management, inspection and increase in value of shares in all companies both in and out Europe.
2. Specifically, the company is entitled to use its funds for the creation, management, increase in value and liquidation of a portfolio consisting of trademarks and patents of whatsoever origin, to take part in the creation, development and inspection of whatever company, to acquire by contribution of capital, undertaking, subscription, leasing or call option in any way whatever any trademarks and patents, to convert them into cash by means of sale, assignment, exchange or other, to increase them in value, to grant any company whatever sharing, loan, advance or warranty.

The company is entitled to incur loans of any kind and to issue debentures.

In general, it is entitled to carry out whatever inspection and supervision as well as whatever financial, commercial and industrial operation it may deem useful for the attainment or the development of the business.

4. That following the Articles of Incorporation of the company "PRADA S.A.", the latter is validly represented by the following Directors:

- a. Maria Prada Bianchi, Director, residing in Milan, Italy,
- b. Marco Salomoni, Director, residing in Milan, Italy,
- c. Patrizio Bertelli, Director, residing in Milan, Italy.

Following a resolution by the Boards of Directors, Maria Prada Bianchi and Marco Salomoni have been appointed Managing Directors of the company and are fully empowered with the daily management on the basis of their sole signature.

1. That PriceWaterhouseCooper, with legal seat in Luxembourg, is the auditor.

Hesperance 19 January, 2001.

Signed: Gérard Lecuit, Notary Public, Hesperance

Seal of office

DECLARATION

I, Bruna Parola, of Corso Regio Parco 27, Turin, Italy, do hereby solemnly and sincerely declare that I am conversant with the French and English languages and that the following translation is a true translation of the attached document.

Turin, 19 February, 2001

A handwritten signature in black ink, appearing to read 'Parola Bruna', written over a horizontal line.

Bruna Parola