

08-09-2001

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To the Hon. Commissioner of F
thereof.

1e attached original documents or copy

1. Name of conveying party(ies):
Specialty Retail Group Limited

Individual(s) Association
 General Partnership Other
 Limited Partnership
 Corporation **8.30)**

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

2. Name and address of receiving party(ies):

Name:
Specialty Brands Limited

Street Address:
21 Scanlan Street
Grey Lynn, Auckland
New Zealand

Individual(s) citizenship:
 Association
 General Partnership
 Limited Partnership
 Corporation
 Other

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

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Change of Name Other
 Security Agreement

Execution Date: July 24, 1997

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

A. Trademark Application No(s).
75/602,056
75/769,533

B. Trademark Registration No(s).
2,414,884

Additional numbers attached? Yes No

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

Mark Lebow, Esquire
YOUNG & THOMPSON
Second Floor
745 South 23rd Street
Arlington, VA 22202

6. Total number of applications and registrations involved:
3

7. Total fee (37 CFR 3.41).....\$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account No. 25-0120
 (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.

Mark Lebow
Name of Person Signing

Signature

8/3/01
Date

Total number of pages including cover sheet: **[5]**

08/08/2001 8TON11 00000144 75602056

01 FC:481 40.00 09
 02 FC:482 50.00 09

Mark: RODD & GUNN and Design

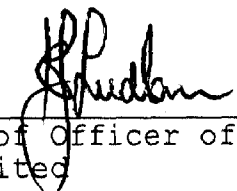
Serial No.: 75/602,056

POWER OF ATTORNEY

Specialty Brands Limited hereby appoints **ROBERT J. PATCH**, Reg. No. 17,355, **ANDREW J. PATCH**, Reg. No. 32,925, **ROBERT F. HARGEST**, Reg. No. 25,590, **BENOIT CASTEL**, Reg. No. 35,041, **THOMAS W. PERKINS**, Reg. No. 33,027, **ERIC JENSEN**, Reg. No. 37,855, **ROLAND E. LONG, JR.**, Reg. No. 41,949, and **MARK LEBOW**, c/o YOUNG & THOMPSON, 745 South 23rd Street, Arlington, VA 22202, telephone: (703) 521-2297, its attorneys for the purpose of maintaining its registration and transacting all business in the Patent and Trademark Office in connection therewith.

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Robert J. Patch, Andrew J. Patch, Robert F. Hargest, Benoit Castel, Thomas W. Perkins, Eric Jensen, Roland E. Long, Jr., or Mark Lebow, whose postal address is c/o YOUNG & THOMPSON, 745 South 23rd Street, Arlington, VA 22202, telephone: (703) 521-2297, telefax: (703) 685-0573, is hereby designated Specialty Brands Limited's representative upon whom notices or process in proceedings affecting this registration may be served.



Signature of Officer of Specialty Brands Limited

16 JUNE 2001
Date

KERRY JOHN LUDLAM

Printed Name of Officer of Specialty Brands Limited

GENERAL MANAGER - OPERATIONS

Title of Officer of Specialty Brands Limited

Mark: MISCELLANEOUS DESIGN

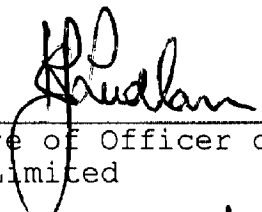
Serial No.: 75/769,533

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Brands Limited

16 JUNE 2001

Date

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Printed Name of Officer of Specialty
Brands Limited

GENERAL MANAGER - OPERATIONS

Title of Officer of Specialty
Brands Limited

Mark: OUTDOOR HERITAGE and Design

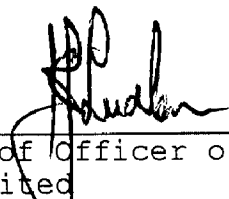
Reg. No.: 2,414,884

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COMPANIES
OFFICE
NEW ZEALAND

CERTIFICATE OF INCORPORATION

SPECIALTY BRANDS LIMITED
(AK/443722)

This is to certify that **SPECIALTY RETAIL GROUP LIMITED** was incorporated under the Companies Act 1955 on the 15th day of August 1989 and was re-registered under the Companies Act 1993 on the 1st day of July 1997 and changed its name to **SPECIALTY BRANDS LIMITED** on the 24th day of July 1997.



Neville Harris

Neville Harris
Registrar of Companies
24 July 1997