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



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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): Historical Collections Group, PLC
[ ] Individual(s) [ ] Association
[ ] General Partnership [ ] Limited Partnership
[ ] Corporation-State
[X] Other English Company

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

3. Nature of conveyance:
[X] Assignment [ ] Merger
[ ] Security Agreement [ ] Change of Name
[ ] Other

Execution Date: September 19, 2001

2. Name and address of receiving party(ies)
Name: Retail Variations Plc
Internal Address: Windrush House, Windrush Park
Street Address: Witney, Oxon OX8 5DX
City: State: Zip:

[ ] Individual(s) citizenship
[ ] Association
[ ] General Partnership
[ ] Limited Partnership
[ ] Corporation-State
[X] Other English Company

11-29-2001

U.S. Patent & TMO/TM Mail Rcpt Dt. #70

If assignee is not domiciled in the United States, a domestic representative designation is attached: [X] Yes [ ] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [ ] Yes [X] No

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

A. Trademark Application No. (s)

B. Trademark Registration No.(s)

See Attached Schedule "1"

Additional number(s) attached [X] Yes [ ] No

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

Name: Maureen C. Kassner, Esquire

Internal Address: AKIN, GUMP, STRAUSS,

HAUER & FELD, LLP

Street Address: 2005 Market St., 22nd Floor

2005 One Commerce Square

City: Phila. State: PA Zip: 19103

6. Total number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41) ... \$515

[X] Enclosed
[ ] Authorized to be charged to deposit account

8. Deposit account number: pl charge any deficiency or credit any overpymt to 50-1017

(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.

Maureen C. Kassner
Name of Person Signing

Maureen C. Kassner
Signature

November, 2001
Date

10063-AFF

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

5

12/04/2001 LHMULLER 00000060 1090754

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

01 FC:481
02 FC:482

40.00 OP
475.00 OP

TRADEMARK
REEL: 002402 FRAME: 0031

DD

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re : Trademark Registration of :  
: Retail Variations plc : Attorney Docket  
: : No. 210063-5006/AFF  
Reg. No. : See Schedule "1"  
: :  
Registered : See Schedule "1"  
: :  
For : See Schedule "1"  
: :

**APPOINTMENT OF DOMESTIC REPRESENTATIVE**

The Applicant appoints the firm of Akin, Gump, Strauss, Hauer & Feld, L.L.P.,  
2005 Market Street, Suite 2200, Philadelphia, Pennsylvania 19103-7086 as its domestic  
representative, upon whom notices or process in proceedings affecting the mark may be served.

Respectfully submitted.

Retail Variations plc

Date: 15 November 2001

By:

Sarah Stocker

Name:

SARAH STOCKER

Title:

DIRECTOR

/dew

SCHEDULE 1

<u>Filing Date</u>	<u>Trade Mark</u>	<u>Registration No</u>	<u>Classes</u>
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USA

01.02.94	PAST TIMES	Registration No. 1890754	03
01.02.94	PAST TIMES	Registration No. 1891915	04
01.02.94	PAST TIMES	Registration No. 1897295	06
01.02.94	PAST TIMES	Registration No. 1897327	08
01.02.94	PAST TIMES	Registration No. 1897392	09
01.02.94	PAST TIMES	Registration No. 1896096	11
01.02.94	PAST TIMES	Registration No. 1896126	14
01.02.94	PAST TIMES	Registration No. 1942053	16
02.08.95	PAST TIMES	Registration No. 1988118	16
02.08.95	PAST TIMES	Registration No. 1896241	18
02.08.95	PAST TIMES	Registration No. 1891088	19
02.08.95	PAST TIMES	Registration No. 1898950	20
02.08.95	PAST TIMES	Registration No. 1896276	21
02.08.95	PAST TIMES	Registration No. 1897565	24
02.08.95	PAST TIMES	Registration No. 2078260	25
02.08.95	PAST TIMES	Registration No. 1925584	28
21.01.94	PAST TIMES	Registration No. 2000198	29
21.01.94	PAST TIMES	Registration No. 2032500	30
21.01.94	PAST TIMES	Registration No. 2032499	31
21.01.94	PAST TIMES	Registration No. 2045146	42

# DEED OF ASSIGNMENT

Date: 19 September 2001

## Parties:

- (1) Historical Collections Group PLC (a company registered in England and Wales, no. 01986520) of Windrush House, Windrush Park, Witney, Oxon OX8 5DX acting through its Joint Administrators Jeremy Hugh Berman and Mark Levy of Berley Chartered Accountants of 76 New Cavendish Street, London, W1G 9TB (hereinafter 'the Assignor'); and
- (2) Retail Variations Plc (a company registered in England and Wales, no. 03928048) Windrush House, Windrush Park, Witney, Oxon, OX8 5DX (hereinafter 'the Assignee').

## 1. Recitals

- 1.1 The Assignor is the registered proprietor of the trade marks listed in Schedule 1 (hereinafter 'the Trade Marks').
- 1.2 The Assignor has agreed to assign the Trade Marks together with the goodwill of the business of the Assignor concerned in the goods and services in respect of which the Trade Marks are registered upon the terms and conditions referred to below.

## 2. Operative Provisions

- 2.1 In pursuance of the said agreement and in consideration of £1.00 now paid by the Assignee to the Assignor (the receipt of which the Assignor hereby acknowledges) the Assignor HEREBY ASSIGNS unto the Assignee:
  - 2.1.1 the Trade Marks and the full and exclusive benefit thereof together with the goodwill of the business of the Assignor concerned in the goods and services in respect of which the Trade Marks are registered;
  - 2.1.2 all rights title and interest of the Assignor in, to and relating to the Trade Marks and the full and exclusive benefit of the Trade Marks, free from all encumbrances, and all rights, powers, privileges, immunities and advantages associated with the Trade Marks;
  - 2.1.3 the full right to apply for and claim priority from the Trade Marks under the Paris Convention (as amended) or under corresponding bilateral arrangements when making applications in countries or territories outside the UK; and
  - 2.1.4 the right to bring proceedings for any previous infringement of the rights assigned by this Assignment,


TO HOLD the same unto the Assignee absolutely.

2.2 The Assignor HEREBY COVENANTS with the Assignee that the Assignor will at the expense of the Assignee execute any further document and do all things as may be reasonably required by the Assignee to enable the Assignee to enjoy the full benefit of the property hereby assigned.

2.3 The Assignor HEREBY WARRANTS that it is the proprietor of the Trade Mark and has the full power to enter into this Assignment.

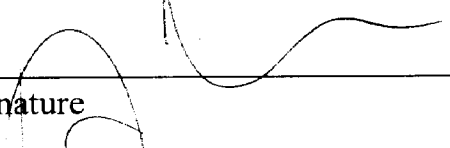
IN WITNESS of which this Assignment has been executed as a Deed and delivered the date and year first above written.

SIGNED as a Deed by the said Historical Collections Group Plc Acting through its Joint Administrators Jeremy Hugh Berman and Mark Levy WITHOUT PERSONAL LIABILITY

  
\_\_\_\_\_  
Signature

JOINT ADMINISTRATOR  
\_\_\_\_\_  
Position


MARK LEVY  
\_\_\_\_\_  
Name

  
\_\_\_\_\_  
Signature

JOINT ADMINISTRATOR  
\_\_\_\_\_  
Position


JEREMY HUGH BERMAN  
\_\_\_\_\_  
Name

SIGNED as a Deed by the said Retail Variations plc

  
\_\_\_\_\_  
Signature

Director  
\_\_\_\_\_  
Position

SARAH STOCKER  
\_\_\_\_\_  
Name

  
\_\_\_\_\_  
Signature

Director  
\_\_\_\_\_  
Position

ROBIN KLEIN  
\_\_\_\_\_  
Name

SCHEDULE I

Filing Date	Trade Mark	Registration No	Classes
<u>USA</u>			
01.02.94	PAST TIMES	Registration No. 1890754	03
01.02.94	PAST TIMES	Registration No. 1891915	04
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