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04-12-2002

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



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

102052554

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

1. Name of conveying party(ies):

ODI, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State 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: 2/20/02

2. Name and address of receiving party(ies)

Name: DesignWorks Jewelry Group Ltd.

Internal Address: N/A

Street Address: 44-40 11th Street

City: Long Island City State: NY Zip: 11101

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

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

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

A. Trademark Application No.(s) 76169884, 76169883, 76194822, 76211592, 76249423

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Edward H. Rosenthal, Esq.

Internal Address: N/A

Street Address: Frankfurt Garbus Kurmit Klein & Selz, PC, 488 Madison Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved:

16

7. Total fee (37 CFR 3.41) \$ 415.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

N/A

DO NOT USE THIS SPACE

9. Signature.

Edward H. Rosenthal

Signature

Date

Name of Person Signing

00000261 76169884

Total number of pages including cover sheet, attachments, and document: 4

04/11/2002 DBYRNE 01 FC:481 02 FC:482

40.00 DP 375.00 DP

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

F020304000187

**CERTIFICATE OF AMENDMENT OF THE
CERTIFICATE OF INCORPORATION OF
ORIGINAL DESIGNS INC.**


CSC 45

under Section 803 of the Business Corporation Law

IT IS HEREBY CERTIFIED THAT:

- (1) The name of the corporation is Original Designs Inc.
The name under which the corporation was formed was Original Designs, Inc.
- (2) The certificate of incorporation was filed by the Department of State on March 24, 1961.
- (3) The certificate of incorporation of this corporation is hereby amended so as to change the name of the corporation by amending ARTICLE FIRST thereof to as to read as follows:
"FIRST: The name of the corporation is Designworks Jewelry Group Ltd.
- (4) The amendment to the certificate of incorporation was authorized first, by unanimous written consent of all the directors, and then by unanimous written consent of the holders of all the outstanding shares entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has subscribed this certificate on February 20, 2002.


Marc Moskowitz
Vice President and Secretary

2002

2002

STEVEN HARRIS

03/19/02 MON 13:32 FAX 2125936038
589,281,2002 10:59AM 2125936038

03/19/02 TUE 17:59 [TX/RX NO 7508]

TRADEMARK
REEL: 002482 FRAME: 0330

FO11012000370

CSC 45

**CERTIFICATE OF AMENDMENT OF THE
CERTIFICATE OF INCORPORATION OF
ODI, INC.**

under Section 805 of the Business Corporation Law


IT IS HEREBY CERTIFIED THAT:

- (1) The name of corporation is ODI, Inc.

The name under which the corporation was formed was Original Designs, Inc.
- (2) The certificate of incorporation was filed by the Department of State on March 24, 1961.
- (3) The certificate of incorporation of this corporation is hereby amended so as to change the name of the corporation by amending ARTICLE FIRST thereof to as to read as follows:

"FIRST: The name of the corporation is Original Designs Inc.
- (4) The amendment to the certificate of incorporation was authorized first, by unanimous written consent of all the directors, and then by unanimous written consent of the holders of all the outstanding shares entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has subscribed this certificate on October 10, 2001.



 Marc Moskowitz
 Vice President and Secretary

STEVEN HARRIS

03/19/02 TUE 17:59 ITX/RX NO 75081
10 11/01 THU 12:46 FAX 2125938038

0002

TRADEMARK
REEL: 002482 FRAME: 0331

Exhibit A

TRADEMARK SCHEDULE

<u>Mark</u>	<u>Serial No.</u>
LOVEFIRE	76/260,821
LOVE AND FIRE	76/260,822
OPTIMUM CUT	76/262,069
OPTIMUM DIAMOND	76/262,068
LOVEFIRE and Design	76/275,206
MISCELLANEOUS DESIGN	76/268,794
NICOS	76/283,871
LOVEFIRE and Design (2)	76/294,336
MISCELLANEOUS DESIGN (2)	76/294,333
PASSIONFOREVER	78/191,282
LOVEFIRE PASSION FOREVER and Design	76/262,709

Frankfurt Garbus Kurnit Klein & Selz, PC

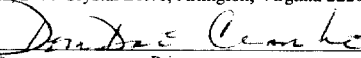
Attorneys at Law

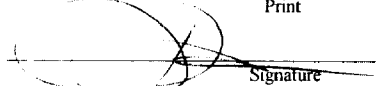
488 Madison Avenue
New York, New York 10022
Tel: (212) 980-0120
Fax: (212) 593-9175

EXPRESS MAIL CERTIFICATE

"Express Mail" mailing label number EV001850879US
Date of Deposit March 29, 2002. I hereby certify that this paper or
fee is being deposited with the United States Postal Service
"Express Mail Post Office to Addressee" service under 37 CFR 1.10
on the date indicated above and is addressed to the Assistant Commissioner
for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513.

Deirdre Clarke
Paralegal
Direct: (212) 705-4833
e-mail: dclarke@fgkks.com



Print


Signature

March 29, 2002

Via Express Mail

Commissioner of Patents and Trademarks
Box ASSIGNMENTS
Washington, DC 20231

Re: Change of Name
ODI, Inc. to
DesignWorks Jewelry Group Ltd.
Our Ref. No. 5362-0100-3889-90/3971/4022/4218/4287-
90/4301/4335/4363/4414/4416/4453-54


Dear Sir/Madam:

We enclose herewith:

1. Trademark Recordation Form Cover Sheet;
2. Certificates of Amendment;
3. Check in the amount of \$415.00; and
4. Postcard receipt.

Please charge any additional fees or credit any overpayment to our firm's Deposit
Account No. 06-1839. Please stamp the enclosed postcard to acknowledge receipt.

Respectfully submitted,


Deirdre Clarke

Encl.

FGKS: 171999.1 3/29/02

5362.100

RECORDED: 03/29/2002

TRADEMARK
REEL: 002482 FRAME: 0333