

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 (212) 697-3750

Name Lisa A. Pieroni

Address (line 1) Kirschstein, Ottinger, Israel & Schiffmiller, P.C.

Address (line 2) 489 Fifth Avenue, 17th Floor

Address (line 3) New York, New York 10017-6105

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

4

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)

728,576; 867,581; 1,328,672; 1,236,449; 765,938;
1,469,121; 1,441,259; 795,285; 1,461,002; 789,090; and
1,438,616

Number of Properties

Enter the total number of properties involved.

11

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 290.00

Method of Payment:

Enclosed (X)

Deposit Account ()

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

11-1145

Authorization to charge additional fees: Yes (X)

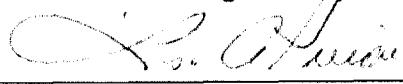
No ()

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. Charges to deposit account are authorized, as indicated herein.

Lisa A. Pieroni

Name of Person Signing



Signature

March 20, 2002

Date

TRADEMARK ASSIGNMENT

WHEREAS, IMAGINEER TECHNOLOGY GROUP, a corporation organized and existing under the laws of the State of New York and located at 350 Fifth Avenue, New York, New York 10018 ("Assignor"), is the sole and exclusive owner of all right, title and interest in and to the trademarks identified on Exhibit A ("Trademarks") and to the Trademark Registrations identified therein ("Trademark Registrations") which registrations are in full force and effect; and

WHEREAS, NEXT STEP GROUP, INC., a corporation organized and existing under the laws of the State of New York and located at 350 Fifth Avenue, Suite 4107, New York, New York 10018 ("Assignee") is desirous of acquiring the title, rights, benefits and privileges to the above identified Trademarks and Trademark Registrations:

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10) and for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee the entire right, title and interest in and to the above-identified Trademarks and Trademark Registrations, together with all goodwill of the business arising from the use of and symbolized by the Trademarks and Trademark Registrations.

IMAGINEER TECHNOLOGY GROUP



Name:

Title:

: Dated: February 27, 2002

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EXHIBIT A

Trademark	Registration No.	Registration Date
BROOKLINE	728,576	3/13/62
COMFORTAIRE	867,581	4/1/69
DUNES	1,328,672	4/2/85
FASHION 10	1,236,449	5/3/83
NATURAL TREAD	765,938	3/3/84
NEXT STEP	1,469,121	4/20/93
THE NEXT STEP	1,441,259	4/20/93
PERMASOLE	795,285	8/31/65
PRO 900	1,461,002	10/13/87
THE ROYCE SHOE	789,090	5/4/65
TRACKERS	1,438,616	5/5/87