



TRADEMARKS ONLY

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

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

Individual(s) Association
 General Partnership Other
 Limited Partnership
 Corporation

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

4.23.02

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).

B. Trademark Registration No(s).

1,725,783
2,406,453

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:
2

7. Total fee (37 CFR 3.41).....\$ 65.00
 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

[Handwritten Signature]
Signature

4/23/02
Date

Total number of pages including cover sheet: [2]

04/26/2002 6TOM11 00000086 1725783

01 FC:481 40.00 OP
02 FC:482 25.00 OP



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