

05-30-2002

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

RE



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

Tab settings

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

1. Name of conveying party(ies): ValueVision International, Inc. 5-23-02 Individual(s) Association General Partnership Limited Partnership Corporation-State Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Girlfriend Enterprises, Inc. Internal Address: c/o Frankfurt Garbus Kurnit Street Address: 488 Madison Avenue City: New York State: NY Zip: 10022 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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: May 1, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/304,203 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: Jean Voutsinas, Esq. Internal Address: Frankfurt Garbus Kurnit Klein & Selz, PC 488 Madison Avenue Street Address: 488 Madison Avenue, 9th Floor City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: N/A (Attach duplicate copy of this page if paying by deposit account)

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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.

Jean Voutsinas Name of Person Signing

Jean Voutsinas Signature

5/23/02 Date

Total number of pages including cover sheet, attachments, and document: 2

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

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ASSIGNMENT OF TRADEMARKS

The Assignment is made as of May 1st, 2002 by Applicant, ValueVision International, Inc., a corporation organized under the laws of the State of Minnesota, and doing business at 6740 Shady Oak Road, Eden Prairie, Minnesota 55344 ("ASSIGNOR"), to Girlfriend Enterprises, Inc., a New York corporation, with an address at c/o Frankfurt Garbus Kurnit Klein & Selz, PC, 488 Madison Avenue, New York, New York 10022 ("ASSIGNEE"), and the successor to the portion of Applicant's business to which the mark pertains.

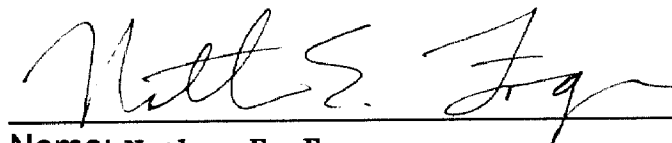
NOW THEREFORE, for and in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, sell, and transfer to ASSIGNEE, its successors and assigns, all right, title and interest in and to the trademark application Serial No. 76/304,203, pending before the United States Patent and Trademark Office, together with the goodwill of the business symbolized by and associated with such trademark.

IN WITNESS WHEREOF, ASSIGNOR has executed this Assignment.

VALUEVISION INTERNATIONAL, INC.

Dated: May 1st, 2002

By:



Name: **Nathan E. Fagre**

Title: **Senior Vice President and General Counsel**