

06-24-2002

Form PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner

original documents or copy thereof.
receiving party(ies):

102132402

1. Name of conveying party(ies):
The Donley Company
91 George Levin Drive
North Attleboro, Massachusetts 02761

Individual(s)
 General Partnership of Massachusetts
 Limited Partnership
 Corporation-State
 Other: _____

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

Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date: **MAY 13, 1998**

Name: **Accessories Associates, Inc.**

Internal Address: _____

Street Address: **500 George Washington Highway**

City: **Smithfield** State: **Rhode Island** Zip: **02917**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **RHODE ISLAND**
 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 numbers(s):
 A. Trademark Application No.(s)

B. Trademark registration No.(s)
Reg. No. 1,667,549 – TENDER TOUCH

Additional numbers attached? Yes **NO**

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **DEBORAH L. BENSON**
 Internal Address: _____
HINCKLEY, ALLEN & SNYDER LLP
 Street Address: **28 STATE STREET**
 City: **BOSTON** State: **MA** Zip: **02109**

6 Total number of applications and registrations involved: [**1**]

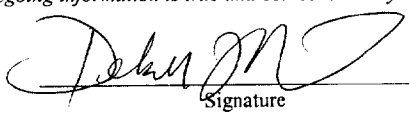
7. Total fee (37 CFR 3.41) \$ **40.00**
 Enclosed
 Authorized to be charged to deposit account
 Deposit account number: **500485**

8. (Attach duplicate copy of this page if paying by deposit account)

06/21/2002 DBYRNE 00000276 1667549
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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.

DEBORAH L. BENSON  **June 10, 2002**
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet [**1**]

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
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Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT

THIS ASSIGNMENT is made as of May 13, 1998 between The Donley Company, a general partnership, (the "Assignor") and Accessories Associates, Inc., a Rhode Island corporation, having an address of 500 George Washington Highway, Smithfield, Rhode Island 02915 (the "Assignee").

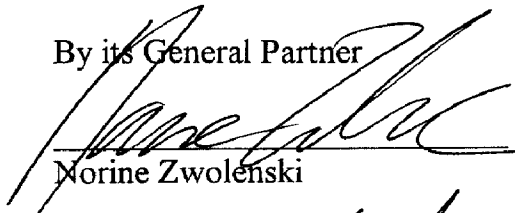
WHEREAS, the Assignor is the proprietor in the United States of The Trademarks listed in the Schedule hereto (the "Trademarks").

WHEREAS, the Assignor has agreed to assign the Trademarks to the Assignee, and the Assignee has agreed to accept said assignment.

NOW THEREFORE, for good and valuable consideration, the Assignor hereby assigns to the Assignee full right to and title in the Trademarks, together with the goodwill of the business in the goods or services for which the Trademarks are registered.

ASSIGNOR: The Donley Company

By its General Partner



Norine Zwolenski




Brian Barber

State of Rhode Island)
) ss:
County of Providence)

Before me personally appeared Norine Zwolenski, personally known to me, who signed the instrument in my presence and who being duly sworn did say that she is a general partner of The Donley Company, the Assignor described in the within instrument, and that she is authorized to execute said instrument on her behalf as general partner of said Assignor, and she acknowledged said instrument to be her free act and deed in her capacity as general partner and the free act and deed of said Assignor.

Dated: May 13, 1998

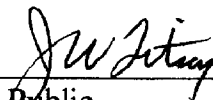


Notary Public
My commission expires: 12-11-2001

State of Nebraska)
County of Franklin) ss:

Before me personally appeared Brian Barber, personally known to me, who signed the instrument in my presence and who being duly sworn did say that he is a general partner of The Donley Company, the Assignor described in the within instrument, and that he is authorized to execute said instrument on his behalf as general partner of said Assignor, and he acknowledged said instrument to be his free act and deed in his capacity as general partner and the free act and deed of said Assignor.

Dated: May 13, 1998



Notary Public
My commission expires: 12-11-2001

#233615

TRADEMARK SCHEDULE

<u>MARK</u>	<u>REG. NO.</u>	<u>CLASS</u>
TENDER TOUCH	1,667,549	14