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

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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):

Rachel Ashwell

09.04.02

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 16, 2002

2. Name and address of receiving party(ies)

Name: Shabby Chic, Inc.

Internal Address: 6330 Arizona Circle

Street Address:

City: L.A. State: Calif. Zip: 90045

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- 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)  
App. S.N. 75/731,129

B. Trademark Registration No.(s)  
U.S. Reg. No. 2,136,125

Additional number(s) attached  Yes  No

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

Name: John E. Kelly, Esq.

Internal Address:

KELLY BAUERSFELD LOWRY & KELLEY, LLP

Street Address: 6320 Canoga Avenue  
Suite 1650

Woodland Hills, CA 91367  
City: State: Zip:

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 number:

(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.

John E. Kelly, Esq.  
Name of Person Signing

August 28, 2002  
Date

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

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

09/09/2002 TDIAZ1 00000132 75731129

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

TRADEMARK  
REEL: 002578 FRAME: 0176

TRADEMARK ASSIGNMENT

WHEREAS, Rachel Ashwell, a sole proprietor having a place of business in Los Angeles County, State of California, owns the following U.S. registration and U.S. application:

U.S. Reg. No. 2,136,125 for RACHEL ASHWELL DESIGNS,  
Granted February 10, 1998 (Int. Cls. 20, 24 & 42)

U.S. App. S.N. 75/731,129 for RACHEL ASHWELL,  
filed June 17, 1999 (Int. Cl. 41)


WHEREAS, Shabby Chic, Inc., a California corporation, having a business address at 6330 Arizona Circle, Los Angeles, California 90045, desires to acquire and exclusively own the above-identified U.S. registration and application.

NOW THEREFORE, for good and valuable consideration Rachel Ashwell, a sole proprietor (Assignor) assigns and transfers to Shabby Chic, Inc., a California corporation (Assignee) the above-identified registration and application and all the good will of the business symbolized by and associated with the marks.

The Commissioner of Patents and Trademarks is requested to record this Assignment in the files of the U.S. Patent and Trademark Office and return it to the attorneys of record identified as follows:

John E. Kelly, Esq.  
Kelly Bauersfeld Lowry & Kelley, LLP  
6320 Canoga Avenue  
Suite 1650  
Woodland Hills, California 91367  
(818) 347-7900

Rachel Ashwell  
(Assignor)

By:   
Rachel Ashwell

August 16<sup>th</sup> 2002  
Date