

11-07-2002



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HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents,

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Adorama, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation of New York
 Other _____

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

2. Name and address of receiving party(ies)

Name: Mendel Mendlowitz

Address: 4920 17th Avenue Brooklyn NY 11208

Individual(s) citizenship US
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 13, 2002

If Assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration numbers:

A. Trademark Application No.(s) Trademark registration No.(s) 2,210,654

Additional numbers attached? Yes No

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

Name: David Toren
 Internal Address: SIDLEY AUSTIN BROWN & WOOD LLP

Street Address: 787 Seventh Avenue
 City: NEW YORK State: N.Y. Zip: 10019

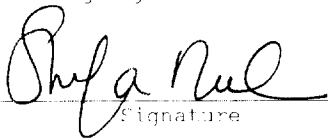
6. Total number of applications and registrations involved..... 1

7. Total fee (37 CFR 3.41)..... \$40
 Enclosed
 Authorized to be charged to deposit account #50-0955

8. Deposit account number: 50-0955
 (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.

Shifra N. Malina 

Name of Person Signing Signature October 8, 2002 Date

Total number of pages including cover sheet, attachments, and documents: 3

Do not detach this portion

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ASSIGNMENT OF U.S. TRADEMARK REGISTRATION

WHEREAS, Adorama, Inc. of 42 West 18th Street New York, NY 10011 has adopted, used and is using the mark **ADORAMA** (stylized) (hereinafter, "Mark") which has been registered in United States Patent and Trademark Office under registration no. 2210654, registered December 15, 1998 for goods and services in international classes 9 and 35;

AND WHEREAS, Mendel Mendlowits of 4920 17th Avenue Brooklyn, NY 11208 is desirous of acquiring said Mark and said registration therefor;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Adorama Inc. does hereby assign unto the said

Mendel Mendlowits

all rights, title and interest in and to the said Mark, together with the good will of the business symbolized by the Mark, and the above-identified registration thereof.

Adorama, Inc.

By: _____

Title: J. [Signature]

In the presence of:

Dated: [Signature]

1001/13/02