U.S. DEPARTMENT OF COMMERCE Form PTO-1594 U.S. Patent and Trademark Office (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof. 2. Name and address of receiving party(ies) 1. Name of conveying party(ies): 2-9-02 Y & S Handbags, Inc. Name: Hafif Handbags LLC Internal Address: Association Individual(s) Street Address: 320 Fifth Avenue General Partnership Limited Partnership City: New York State: **N.Y.** Zip: 10016 Corporation-State Other Limited Liability Company Individual(s) citizenship_ Association Additional name(s) of conveying party(ies) attached? Tes Yes In No General Partnership____ 3. Nature of conveyance: Limited Partnership Assignment Merger Corporation-State New York Change of Name Security Agreement Other If assignee is not domiciled in the United States, a domestic Other representative designation is attached: 📮 Yes 📮 No (Designations must be a separate document from assignment) Execution Date: Additional name(s) & address(es) attached? 📮 Yes 📮 No Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 75/876.143 76/109,003 Additional number(s) attached 6. Total number of applications and 5. Name and address of party to whom correspondence 2 concerning document should be mailed: registrations involved: Name: Barbara Loewenthal, Esq. Gottlieb, Rackman & Reisman, P.C. 7. Total fee (37 CFR 3.41).....\$_65.00 Internal Address: Enclosed Authorized to be charged to deposit account 8. Deposit account number: 270 Madison Avenue Street Address: 8th Floor State:_N.Y. Zip: 10016 City: New York (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. Barbara Loewenthal

Name of Person Signing

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

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

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ASSIGNMENT

WHEREAS, HAFIF HANDBAGS LLC, a limited liability company organized and existing under the laws of the State of New York, having an office and place of business at 320 Fifth Avenue, New York, New York 10016 ("Assignor"), is the owner of the "Marks" listed on Schedule A in the United States (the "Territory") (herein called "Trademarks").

WHEREAS, Y & S HANDBAGS, INC., a corporation organized and existing under the laws of the State of New York, having an office and place of business at 320 Fifth Avenue, New York, New York 10016 ("Assignee") is desirous of acquiring the Trademarks.

NOW, THEREFORE, to all whom it may concern be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor by these presents does hereby sell, assign and transfer unto Assignee all right, title and interest which Assignor may have in and to the Trademarks, together with the good will of the business of the Assignor connected with the use of and symbolized by the Trademarks in the Territory.

EFFECTIVE, as of this 21 day of

ay of November, 2001.

HAFIF HANDBAGS-LLC

By

TRADEMARK REEL: 002631 FRAME: 0402

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SCHEDULE A

Trademark	Appln. No.	Filing Date	Class	Goods
VANESSA HANDBAGS AND DESIGN	75/876143	December 21, 1999	18	Women's handbags
FLOWER DESIGN	76/109003	August 15, 2000	18	Women's handbags

TRADEMARK REEL: 002631 FRAME: 0403