Attorney's Docket No. C00641/20008 DW

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

FORM PTO-1594

700028083

U.S. DEPARTMENT OF COMMERCE

(Rev. 6-93) Patent and Tri OMB No. 0651-0011 (exp. 4/94)	ademark Office
To the : Please record the attached original documents or copy thereof.	
1. Name of conveying party(ies): CLS, Inc. [] Individual(s) [] General Partnership [X] Corporation-State Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [X] No 3. Nature of conveyance: [X] Assignment [] Security Agreement [] Change of Name [] Other Execution Date: April 7, 2003	Name: CBI Distributing Corp. Internal Address: 2400 W. Central Road Hoffman Estates, IL 60195 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Delaware [] Other
Execution Pale. April 1) 2000	
4. Application number(s) or registration number(s): A. Trademark Application No.(s)	B. Trademark Registration No.(s) 2,064,149
Additional numbers attached? [] Yes [X] No	
Name and address of party to whom correspondence Concerning document should be mailed: Name: David Wolf, Esq. Address: WOLF, GREENFIELD & SACKS, P.C. Federal Reserve Plaza 600 Atlantic Avenue Boston, MA 02210	Total number of applications and registrations involved:
DO NOT USE THIS SPACE	
	correct and any attached copy is a true copy of the original document. April 15, 2003 Date heet, attachments, and document: [2]

Box Assignment, Commissioner of Patents and Trademarks, Washington, DC 20231

698583.1

ASSIGNMENT

WHEREAS, CSL, Inc., a corporation of Delaware having an office and place of business at 2400 W. Central Road, Hoffman Estates, IL 60195 has adopted and used the following trademark registrations:

SCHEDULE OF TRADEMARKS

Registration Date Registration No. <u>Mark</u> CLAIRE'S and a May 20, 1997 2,064,149

WHEREAS, CBI Distributing Corp., a corporation of Delaware, having an office and place of business at 2400 W. Central Road, Hoffman Estates, IL 60195 is desirous of acquiring said marks and the registrations therefor.

NOW, THEREFORE, for one Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, said CSL, Inc. without representations or warranties with respect to said trademarks or registrations or the title thereto does hereby assign unto the said CBI Distributing Corp., all its rights, title and interest in and to the said marks and the registrations therefor, together with the goodwill of the business symbolized by said marks and the registrations therefor and including all rights to sue and recover for past infringement of said marks and the registrations therefor.

Name: Lucas Tompach

Title: Corporate Attorney

STATE OF Illnois: COUNTY OF COOK:

Subscribed to and sworn before me this

SEAL.

Y COMMISSION EXPIRES:05/08/04

My Commission Expires

TRADEMARK

REEL: 2635 FRAME: 0512 ***

RECORDED: 04/15/2003