

01-07-2003



102329373

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): COOGI IP PTY LTD 12-18-02
Individual(s) Association General Partnership Limited Partnership Corporation-State Other Corporation-Australia
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: COOGI PARTNERS LLC Internal Address: Street Address: 43 Hall Street City: Brooklyn, State: NY Zip: 11205
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Limited Liability Company - New York
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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other
Execution Date: November 7, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1946161
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: William H. Cox Internal Address: Janvey, Gordon, Herlands Randolph & Cox, LLP Street Address: 355 Lexington Avenue City: New York State: NY Zip: 10017

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
8. Deposit account number: (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. William H. Cox Signature Date 12/16/02

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

01/06/2003 LHMELLER 00000223 1946161

01 FC:8521

40.00 DP

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

TRADEMARK REEL: 2642 FRAME: 0887

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is entered into by **Coogi IP Pty Ltd** (ACN 060 149 902) (Subject to Deed of Company Arrangement), a Victorian corporation with offices located at 452 Johnston Street, Abbotsford, Victoria, Australia ("Assignor"), as assignor, in favor of **Coogi Partners LLC**, a New York corporation care of James Khezrie, 43 Hall Street, Brooklyn, New York, United States of America, 11205 ("Assignee"), as assignee, with reference to the following facts and circumstances:

Assignor is the registered proprietor of the following Trademark Registration in the United States (the "Trademark"):

<u>Trademark:</u>	<u>Registration No.:</u>	<u>Issue Date:</u>
COOGI	1946161	9 January 1996

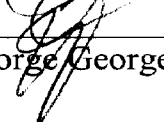
WHEREAS, Assignor desires to assign to Assignee all of Assignor's right, title and interest in and to the Trademark, if any, and any related rights and goodwill related thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby confirm the assignment and transfer unto Assignee of any and all right, title and interest of Assignor in and to the Trademark, including without limitation the Trademark Registration identified above, together with the goodwill of the business symbolized by the marks, as well its right, title and interest in and to all State registrations of the marks heretofore granted or applied for, and any and all common law rights to the Trademark in the United States and any State thereof.

Assignor does hereby expressly agree that procedures be taken with the United States Patent and Trademark Office singly by Assignee to record the transfer of the Trademarks to Assignee.

In testimony whereof, Assignor has caused this Assignment to be executed by its officer(s) thereunto duly authorized.

Dated: 7 November 2002

By: 

 Name: George Georges
 Title: Joint Deed Administrator