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

102329108

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

1. Name of conveying party(ies):

COOGI NOMINEES PTY LTD. 17-16-02

- 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

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) 76/087626; 76/087876; 78/162490; 78/162496; 78/162499; 78/162503; 78/162507

B. Trademark Registration No.(s)

1499662; 2475698; 2608723

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:

10

7. Total fee (37 CFR 3.41) \$ 265

- 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.

William H. Cox Name of Person Signing

Signature

12/13/02 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

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is entered into by **Coogi Nominees Pty Ltd** (ACN 005 267 158) (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 proprietor of the following Trademark Registration and the applicant seeking registration of the following Trademark Applications in the United States (the "Trademarks"):

<u>Trademark:</u>	<u>Registration No.:</u>	<u>Issue Date:</u>
COOGI	1499662	9 August 1988
DU BLUE	2475698	7 August 2001
DOWN UNDER BLUE	2608723	20 August 2002

<u>Trademark:</u>	<u>Serial No.:</u>	<u>Filing Date:</u>
COOGI	78/162490	10 September 2002
COOGI	78/162496	10 September 2002
COOGI	78/162499	10 September 2002
COOGI	78/162503	10 September 2002
COOGI	78/162507	10 September 2002
DOWN UNDER BLUE	76087626	12 July 2000
DU BLUE	76087876	12 July 2000

WHEREAS, Assignee has acquired all right, title and interest in and to the Trademarks and related rights.

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 all right, title and interest of Assignor in and to the Trademarks, including without limitation the Trademark Registrations and Applications identified above, together with the goodwill of the business symbolized by the marks and that portion of the Assignor's business to which the marks pertain, as well as its entire 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 Trademarks 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