

FORM PTO-1594
(7/97)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
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): <u>Waterman SA</u> Entity: <u>French societe anonyme (Limited Liability Company)</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): Name: <u>Sanford International France SAS</u> Address: <u>12, RUE Notre Dame des Victoires</u> <u>75008 Paris, France</u> Entity: <u>A French societe par actions simplifiee (joint stock company)</u> If assignee is not domiciled in the United States, an appointment of domestic representative is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional name(s) & address(es) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Date: <u>July 25, 2002</u>	

4. Application or Registration number(s):

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
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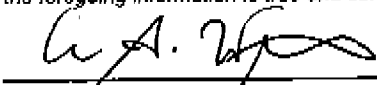
(SEE ATTACHED SCHEDULE)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Please send the recorded assignment back by fax to 312/258-5700 to the attention of: Debbie Nowicki, Trademark Paralegal Schiff Hardin & Waite P.O. Box 06079 Chicago, IL 60606-0079 dnowicki@schiffhardin.com Ref. No(s): _____	6. Total number of trademark applications and registrations involved: <p style="text-align: right;"><u>12</u></p>
	7. Total Fee (37 CFR 3.41) <u>\$315.00</u> Authorization is given to charge the deposit account for the above fee and any additional fees required or to credit any overpayment.
	8. Deposit Account Number: <p style="text-align: right;"><u>19-0409</u></p>

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.

Adam S. Weiss Name of Person Signing	 Signature	<u>May 16, 2003</u> Date
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Total number of pages including cover sheet and attached documents: 6

Mall documents to be recorded and required cover sheet information to:
By Fax: 703/306-5995
 Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

SCHEDULE
(Continuation of 4.B)

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>
WATERMAN'S	59,703
WATERMAN	1,091,396
HEMISPHERE	1,903,554
W & DESIGN (in Hexagon)	2,063,450
WATERMAN L'ETALON	2,126,137
PHILEAS	2,129,487
CARENE	2,155,794
LIASON	2,375,718
SERENITE	2,460,252
HORIZON	2,613,168
ICI ET LA	2,625,992
FREE WHEEL	2,646,422

DQ1514S – PARISIAN ANNOUNCEMENTS**FINORCONSEIL**

Agents dealing with Companies Register matters.
5 rue Logelbach, 75017 PARIS, France
Tel: +33 (0)1 47 64 66 54
Fax: +33 (0)1 47 64 66 56

**SANFORD INTERNATIONAL
FRANCE SAS**

A French *société par actions simplifiée* [joint stock company];
share capital: € 37,487,220;
registered address: 12, rue Notre Dame des Victoires, 75002 Paris, France;
registered in Paris, France, no. 433 610 508.
(00B19060)

I - On the 25 July 2002, the sole shareholder of SANFORD INTERNATIONAL FRANCE SAS ratified the draft merger agreement signed on the 23 May 2002 with WATERMAN S.A. – a French *société anonyme* [limited liability company]; share capital: € 25,709,506.78; registered address: 9 & 11 rue Christophe Colomb – 75008 Paris, France; ID no.: 572 111 342; registered in Paris, France, no. 01B15475. Pursuant to this agreement, WATERMAN SA transferred all its assets, namely 63,027,399 euros, by merger, to SANFORD INTERNATIONAL FRANCE SAS, together with its liabilities amounting to 40,408,420 euros, thus yielding a net input of 22,618,919 euros, and resulting in an asset write-down of € 17,725,874.

Given that SANFORD INTERNATIONAL FRANCE SAS already owned all the shares of WATERMAN SA prior to the registration of the merger agreement with the clerk of the Paris Commercial Court, this merger shall not result in an increase in the share capital of SANFORD INTERNATIONAL FRANCE SAS.

The sole shareholder also acknowledged that the merger effectively took place on the 26 July 2002 and that WATERMAN S.A. was wound up without being liquidated on the same day. SANFORD INTERNATIONAL FRANCE SAS shall be deemed to have had full possession of the assets of WATERMAN S.A. retroactively as of the 1 January 2002.

II – On the 26 July 2002, the sole shareholder of SANFORD INTERNATIONAL FRANCE SAS also decided to:

- change the Company's name as of the 26 July 2002 to:

WATERMAN SAS

- modify the Company's Object clause as of the 26 July 2002 so as to enable the Company to take over the activities previously carried out by WATERMAN S.A. The Company's object is now therefore: to create, manufacture and market all manner of office accessories and gifts, and all manner of miniature, precision mechanical devices such as all kinds of writing implements, inks, accessories for smokers, watches and clocks, fine leather goods, etc.; to create, manufacture and market objects made out of precious metals or alloys of precious metals;
- transfer the Company's registered address to 9 & 11 rue Christophe Colomb – 75008 Paris, France, as of the 26 July 2002.

The Company's Articles were modified accordingly.

III – Finally, on the 26 July 2002, Mr. François Louvet, the Chairman of the Company, decided, pursuant to article 15 of the Company's Articles, to appoint Mr. Emmanuel SCRIBE, of 15 rue Lapeyrade, 44100 Nantes, France, as Chief Executive of the Company.

à photocopier
Certifié conforme à l'original
N° d'inscription : 03-759
Écrit en langue : française
Fait le : 14.07.03



REEL: 002651 FRAME: 0962

DO15144 - PARISIAN ANNOUNCEMENTS**FINORCONSEIL**

Agents dealing with Companies Register matters.
 5 rue Logelbach, 75017 PARIS, France
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WATERMAN S.A.

A French *société anonyme* [limited liability company];
 Share capital: € 25,709,506.78;
 Registered address: 9 & 11 rue Christophe Colomb - 75008 Paris, France;
 Registered in Paris, France, no. 572 111 342

On the 26 July 2002, the sole shareholder of SANFORD INTERNATIONAL FRANCE SAS - a French *société par action simplifiée* [joint stock company]; share capital: € 37,487,220; registered address: 12, rue Notre Dame des Victoires, 75002 Paris, France; ID no. 433 610 508; registered in Paris, France, no. 00B19060 - ratified the draft merger agreement signed on the 23 May 2002 with WATERMAN S.A., the valuation of the net assets transferred thereby by that company, namely 22,618,919 euros, and the extent of the resulting asset write-down.

Given that SANFORD INTERNATIONAL FRANCE SAS already owned all the shares of WATERMAN SA on the date on which the merger agreement was signed, this merger did not result in the creation of new shares in SANFORD INTERNATIONAL FRANCE SAS.

The Extraordinary General Meeting of SANFORD INTERNATIONAL FRANCE SAS also acknowledged that WATERMAN S.A. had been wound up on the same day without being liquidated.

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 Certifié conforme à l'original
 N° d'inscription : 03-760
 Écrit en langue : française
 Fait le : 14.02.03

