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01-31-2003



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FORM PTO-1594

(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)

OFFICE OF PATENT RECORDS
2003 JAN 27 PM 2:46

FINANCE SECTION

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

1. Name of conveying party(ies):

1-29-03
Claire's Boutiques, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State of Delaware
☐ Other _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: January 15, 2003

2. Name and address of receiving party(ies)

Name: CBI Distributing Corp.
 Internal Address: 1209 Orange Street
 Street Address: Wilmington, Delaware 19801

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State of Delaware
☐ Other _____

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
 78/149317, 78/149323

B. Trademark Registration No.(s)

Additional numbers attached? ☐ Yes ☒ No5. Name and address of party to whom correspondence
Concerning document should be mailed:

Name: David Wolf
 Address: WOLF, GREENFIELD & SACKS, P.C.
 Federal Reserve Plaza
 600 Atlantic Avenue
 Boston, MA 02210

6. Total number of applications and registrations
involved:..... [2]

7. Total fee (37 CFR 3.41).....\$ 65.00
☒ Enclosed
 8. Deposit Account No. 23/2825

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.

David Wolf

Name

Signature

Date

Total number of pages including cover sheet, attachments, and document: [2]

Mail documents to be recorded with required cover sheet information to:
 Box Assignment, Commissioner of Patents and Trademarks, Washington, D.C. 20231

01/30/2003 TDIAZ1 00000067 78149317

01 FC:0521
02 FC:052240.00 DP
25.00 DP

674885.1

TRADEMARK
REEL: 002662 FRAME: 0269

WHEREAS, Claire's Boutiques, Inc., a corporation of Delaware having an office and place of business at 2400 West Central Road, Hoffman Estates, Illinois 60195 has adopted and used the following marks and the trademark applications:

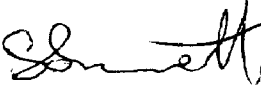
SCHEDULE OF TRADEMARKS

MARK	APPLN. NO.	APPLN. DATE
CLAIRE'S	78/149317	July 31, 2002
CLAIRE'S	78/149323	July 31, 2002

WHEREAS, CBI Distributing Corp., a corporation of Delaware, having an office and place of business at 1209 Orange Street, Wilmington, Delaware 19801 is desirous of acquiring said marks and the registrations that may issue therefor.

NOW, THEREFORE, for one Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, said Claire's Boutiques, 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.

Claire's Boutiques, Inc.

By: 
 Name: Stephen Sernett
 Title: Senior Attorney

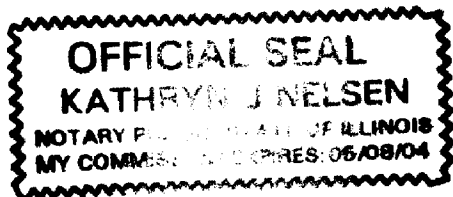
Date

STATE OF *Illinois*:
 COUNTY OF *Cook*:

Subscribed to and sworn before me this

15th day of *January*, 2003

SEAL




 Notary Public *State of Illinois*
 My Commission Expires *05/08/04*