

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

| | | | |
|----------------------------------|--|----------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| M. Fabrikant & Sons, Inc. | | 06/09/2003 | CORPORATION: NEW YORK |
| RECEIVING PARTY DATA | | | |
| Name: | Whitehall Jewellers, Inc. | | |
| Street Address: | 155 North Wacker Drive | | |
| Internal Address: | 5th Floor | | |
| City: | Chicago | | |
| State/Country: | ILLINOIS | | |
| Postal Code: | 60606 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | | |
| Serial Number: | 76431784 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (214)981-3400 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 214-981-3319 | | |
| Email: | mroberts@sidley.com | | |
| Correspondent Name: | Elisabeth A. Evert | | |
| Address Line 1: | 717 North Harwood | | |
| Address Line 2: | Suite 3400 | | |
| Address Line 4: | Dallas, TEXAS 75201 | | |
| ATTORNEY DOCKET NUMBER: | 61417-10410 | | |
| NAME OF SUBMITTER: | Elisabeth A. Evert | | |

CH \$40.00 76431784

Total Attachments: 4

source=white star#page1.tif

source=white star#page2.tif

source=white star#page3.tif

source=white star#page4.tif

ASSIGNMENT OF WORLDWIDE TRADEMARK RIGHTS

This Agreement, effective as of the date of the last signature below, is made by and between **M. Fabrikant & Sons, Inc.** ("Assignor"), a New York Corporation, having its principal place of business at One Rockefeller Plaza, 28th Floor, New York, NY 10020 and **Whiteball Jewellers, Inc.** ("Assignee"), a Delaware Corporation, having its principal place of business at 155 N. Wacker Drive, 5th Floor, Chicago, IL 60606.

WHEREAS, Assignor is the owner of worldwide rights to the trademarks **WHITE STAR** and the **WHITE STAR** logo (depicted on the attached Appendix A) (the "Marks"), including, but not limited to U.S. Trademark Application No. 76/431,784, as well as all common law rights and goodwill of the business symbolized by said Marks;

WHEREAS, Assignor desires to assign, transfer and convey, and Assignee desires to acquire, all of Assignor's worldwide right, title and interest in and to the Marks, as well as all goodwill of the business symbolized by said Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor by these presents, assigns, transfers, and conveys unto Assignee and its successors, assigns and legal representatives, all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by said Marks, together with the assignment of all rights to sue for past infringement of said Marks and all causes of action (either at law or equity) and the right of recovery, including but not limited to damages, for such past infringement, and the right to receive royalty income, the same to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives.

Assignor hereby agrees to execute all further agreements, instruments, certificates and other documents and to perform such other proper acts as Assignee or its successors or assigns may deem reasonably necessary to secure to Assignee or to its successors or assigns the rights hereby transferred.

Assignor hereby represents and warrants that it has not granted any rights in or to the Marks, including but not limited to any ownership interest or any license to use the Marks, to any third party, related party or affiliate.

Signed at MIL on this 9 day of June , 2003.

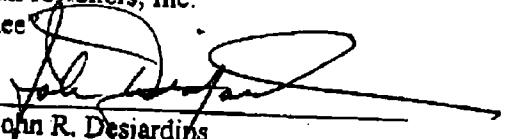
M. Fabrikant & Sons, Inc.
"Assignor"

By: 
Matthew Fortgang

Title: President

Date: 6/9/03

Whitehall Jewellers, Inc.
"Assignee"

By: 
John R. Desjardins

Title: Executive Vice President

Date: 6/10/03

STATE OF New York)
COUNTY OF New York) SS.

On this the 9th day of June, 2003, before me, Deborah G. Gionelli the undersigned Notary Public, personally appeared Matthew Forgang.

- personally known to me - OR -
 proved to me on the basis of satisfactory evidence

to be the person who executed the within instrument, and who upon oath acknowledged himself/herself to be the President of M. Fabrikant & Sons, Inc. ("Assignor"), and that as such and being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

Witness my hand and official seal.

Deborah G. Gionelli
DEBORAH G. GIANELLI
NOTARY PUBLIC, State of New York
No. 31-476244B
Qualified in New York County
Commission Expires 9/30/06

My Commission Expires:

9/30/06

STATE OF Illinois)
COUNTY OF Cook) SS.

On this the 10th day of June, 2003, before me, Tiffany L. Frederick the undersigned Notary Public, personally appeared John R. Desjardins.

- personally known to me - OR -
 proved to me on the basis of satisfactory evidence

to be the person who executed the within instrument, and who upon oath acknowledged himself/herself to be the Executive Vice President of Whitehall Jewelers, Inc. ("Assignor"), and that as such and being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

Witness my hand and official seal.

Tiffany L. Frederick

My Commission Expires:

11/22/06



APPENDIX A



WHITE STAR

TRADEMARK

RECORDED: 06/11/2003

REEL: 002666 FRAME: 0609