

3-28-03



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TRADEMARKS ONLY

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):

MARIE PALMERI

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State
- Other _____

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

2. Name and address of receiving party(ies)

Name: STTM, LLC

Internal
Address: Corporation Trust Center

Street Address: 1209 Orange Street

City: Wilmington State: DE Zip: 19801

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited Liability Company

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: 12/31/2002

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1,297,665;

1,355,567; 1,453,254

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: John A. Schepisi, Esq.

Internal Address: Schepisi & McLaughlin, P.A.

Street Address: 473 Sylvan Avenue

City: Englewood Cliffs State: NJ Zip: 07632

6. Total number of applications and registrations involved: _____

3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

John A. Schepisi, Esq.

Name of Person Signing

Signature

3/27/2003

Date

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

03/28/2003 6TON11 00000100 1297665

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

01 FC:05:1
02 FC:05:2

40.00 OP
50.00 OP

TRADEMARK
REEL: 002684 FRAME: 0192

ASSIGNMENT

WHEREAS, MARIE PALMERI, an individual, of 32 Woodfield Lane, Saddle River, New Jersey 07458, formerly of 61 Willett Street, Passaic, New Jersey 07055, has adopted, used and is still using the following trademarks, which have been registered and/or applied for in the United States Patent and Trademark Office:

<u>Mark</u>	<u>Registration No.</u>	<u>Date of Issue or Filing</u>
ST. TROPEZ SWIMWEAR (Stylized)	R.N. 1,297,665	September 25, 1984
ST. TROPEZ SWIMWEAR	R.N. 1,355,567	August 20, 1985
NOW SWIMWEAR	R.N. 1,453,254	August 18, 1987

WHEREAS, STTM, LLC, a Delaware Limited Liability Company, having its principal place of business at Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, is desirous of acquiring said marks and the registration and application thereof;

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, MARIE PALMERI does hereby assign unto STTM, LLC, all right, title and interest in and to the trademarks and said registration and application, together with the goodwill symbolized by the marks and the above-identified registration and application thereof, together with all claims for damages by reason of past infringement of said trademarks, with the right to sue for, and collect the same for its own use and behoof, and for the use and behoof of its successors, assigns, or other legal representatives and to prosecute such registration and application in the United States Patent and Trademark Office.

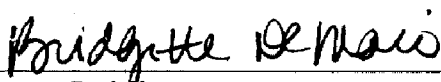
The Commissioner of Patents and Trademarks is hereby requested to issue the

Certificate of Registration to said assignee.



MARIE PALMERI

Sworn to and subscribed before me
this 31st day of December, 2002.



Notary Public

BRIDGETTE DEMAIO
A Notary Public of New Jersey
My Commission Expires Oct. 22, 2004