

04-15-2003

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RECORDED 102420175 TRADEMARKS ONLY

DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): 4-9-03 Horns, Inc. [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State [ ] Other

2. Name and address of receiving party(ies) Name: Here & There LLC Internal Address: Street Address: 104 West 40th Street City: New York State: NY Zip: 10018 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [ ] Corporation-State [x] Other New York Limited Liability Company

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

3. Nature of conveyance: [x] Assignment [ ] Merger [ ] Security Agreement [ ] Change of Name [ ] Other

Execution Date: 4/1/2003

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) B. Trademark Registration No.(s) 1,223,376; 1,328,584

Additional number(s) attached [ ] Yes [ ] No

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

Internal Address:

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

[ ] Enclosed [ ] Authorized to be charged to deposit account

Street Address: Greenberg Traurig, LLP 885 Third Avenue City: New York State: NY Zip: 10022

8. Deposit account number: 50-1561

DO NOT USE THIS SPACE

9. Signature.

Dawn Harrington Name of Person Signing

[Signature] Signature

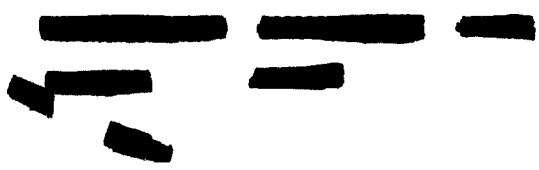
April 8, 2003 Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK REEL: 002712 FRAME: 0221

04/15/2003 TDIAZ1 00000052 1223376 40.00 CH 25.00 CH



**TRADEMARK ASSIGNMENT AGREEMENT**

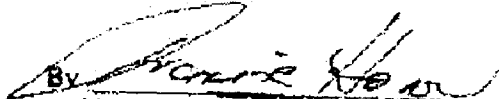
WHEREAS Hons, Inc., a Connecticut Corporation with a principal place of business at 173 Newtown Turnpike, West, CT 06883 (hereinafter "Assignor"), is the owner of all rights, title, and interest in and to certain trademarks as set forth and more particularly described on Schedule A annexed hereto (collectively hereinafter the "Marks"); and

WHEREAS Here & There LLC, a New York Limited Liability Company, with a principal place of business at 104 West 40<sup>th</sup> Street, New York, New York 10012, (hereinafter "Assignee"), is desirous of acquiring all rights, title, and interest in and to the Marks.

NOW THEREFORE pursuant to the Asset Purchase Agreement executed between the parties on October 1, 2002, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto the Assignee its entire rights, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and the right to sue and recover damages and profits for third-party infringements, if any.

IN WITNESS WHEREOF Assignor has caused this instrument to be executed this 1 day of APRIL, 2003

Hons, Inc.

By   
Name: FRANKLIN HONS  
Title: PRESIDENT

**SCHEDULE A**

**TRADEMARK**

**REGISTRATION NO.**

**HERE & THERE**

**1,223,376**

**THE COLOR CUBICLE**

**1,328,584**