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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): TIARA CORPORATION
Individual(s) Association General Partnership Limited Partnership
[X] Corporation-State of Illinois Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Frederick Goldman, Inc. Internal Address: Street Address: 154 West 14th Street City: New York State: NY Zip: 10011
Individual(s) citizenship Association General Partnership Limited Partnership
[X] Corporation-State of New York 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

3. Nature of conveyance: [X] Assignment Merger Security Agreement Change of Name Other
Execution Date: May 22, 2003

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 818,647
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Martin P. Michael, Esq. Internal Address: Sonnenschein Nath & Rosenthal P. O. Box 061080 Street Address: Wacker Drive Station - Sears Tower City: Chicago State: IL Zip: 60606-1080

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed Authorized to be charged to deposit account
8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account)

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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. Martin P. Michael Signature June 5, 2003 Date
Name of Person Signing
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

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TRADEMARK REEL: 002753 FRAME: 0764

ASSIGNMENT OF TRADEMARK

Whereas, TIARA CORPORATION ("Assignor"), an Illinois corporation, located and doing business at 2425 Oakton, Evanston, IL 60202, has adopted, used, and is using the mark CHERISHED in commerce in connection with jewelry and owns U.S. Trademark Registration No. 818,647 therefor; and

Whereas, FREDERICK GOLDMAN, INC. ("Assignee"), a New York corporation, located and doing business at 154 West 14th Street, New York, NY 10011 is desirous of acquiring the CHERISHED mark and the registration therefor (collectively, the "CHERISHED Mark").

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor:

1. Assignor does hereby assign to Assignee its entire right, title and interest in and to the CHERISHED Mark, including U.S. Trademark Registration No. 818,647, and also including the goodwill of the business symbolized by the CHERISHED Mark. Assignor shall have no further obligation to maintain or renew any registration of the CHERISHED Mark.

2. From and after the date of this Assignment, Assignor shall not use or seek to register the CHERISHED Mark or any mark similar thereto, nor shall it challenge or contest Assignee's exclusive ownership of, or right to use or register, the CHERISHED Mark or any mark similar thereto.

3. Assignor shall execute and deliver all such further papers, including any instruments of transfer and recordable assignments prepared by Assignee to perfect and vest title in the CHERISHED Mark in Assignee or Assignee's successors or assigns.

4. Assignor represents and warrants to Assignee that it is the sole owner of the CHERISHED Mark, including U.S. Trademark Registration No. 818,647, free and clear of any liens, claims or encumbrances and that heretofore it has not assigned or licensed any rights to the CHERISHED Mark to any person or entity and that to the best of its knowledge the use of the CHERISHED Mark on jewelry does not infringe the rights of any person or entity.

5. Assignor agrees that the rights and obligations hereunder shall inure to the benefit of and be binding upon Assignor, Assignee and their respective successors and assigns.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment on the date indicated below.

Assignor: TIARA CORPORATION

By: John Tagliaferro
Name: John Tagliaferro
Title: Chief Executive Officer *E.S.O*

Date: May 22, 2003

NOTARIAL CERTIFICATE

STATE OF ILLINOIS)

:ss.:

COUNTY OF COOK)

On the 22 day of May, 2003, before me, the undersigned, personally appeared John Tagliaferro, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument, and who acknowledged to me that he/she executed the same as a free act on behalf of the identified company with full authority to do so.

Subscribed and sworn to before me

this 22 day of May, 2003

Nighat J Faruqi
(Notary Public)

