

FORM PTO-1594
(Rev. 6-93)U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECORDATION FORM COVER SHEET

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

TRADEMARKS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Offspring Inc.

- ☐ Individual - _____
☐ Association - _____
☐ General Partnership - _____
☐ Limited Partnership - _____
☒ Corporation - New Jersey
☐ 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: December 1, 1998

2. Name and address of receiving party(ies):

Name: Mamive Brothers, Inc.Street Address: 112 West 34th Street, Room 1000City: New York State: NY Zip: 10120Country: USA

- ☐ Individual - _____
☐ Association - _____
☐ General Partnership - _____
☐ Limited Partnership - _____
☒ Corporation - 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

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

A. Trademark Application No(s):

B. Trademark Registration No(s): 1,476,044Additional numbers attached? ☐ Yes ☒ No

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

Name: Steinberg & Raskin, P.C.Street Address: 1140 Avenue of the Americas, 15th FloorCity: New York State: NY Zip: 10036-5803Our Ref.: 550.87198

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:

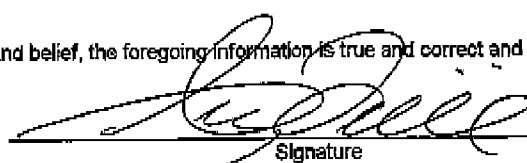
500518☒ Authorized to charge additional fees to deposit account

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.

Amy F. Divino, Esq.
Name of Person Signing


Signature

December 11, 2003
Date

Total number of pages including cover sheet, attachments, and document: [4]

Mail documents to be recorded with required cover sheet information to:
Director of the U.S. Patent & Trademark Office, Mail Stop Assignments Recordation Services
P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 500518 1476044

700056318

TRADEMARK
REEL: 002762 FRAME: 0312

550,87198

TRANSFER BY MERGER

This is to confirm that Offspring Inc. has assigned, transferred, and conveyed, and hereby assigns, transfers and conveys by virtue of a merger with and into Mamiye Brothers, Inc., the trademark identified in Exhibit 1 annexed hereto (hereinafter "The Trademark") and the U.S. registration for the same, and the goodwill associated therewith, to Mamiye Brothers, Inc.

WHEREAS, on or about December 1, 1998, Offspring Inc., a former New Jersey corporation, formerly having a place of business at 26 Englehard Avenue, Avenel, New Jersey, 07001, merged with and into Mamiye Brothers, Inc., a New York corporation, having a place of business at 112 W. 34th Street, Room 1000, New York, New York, 10120, and all assets and property of Offspring Inc., including the trademark and trademark registration registered in the United States Patent and Trademark Office as indicated in Exhibit 1, and the goodwill associated therewith became vested in Mamiye Brothers, Inc.; and

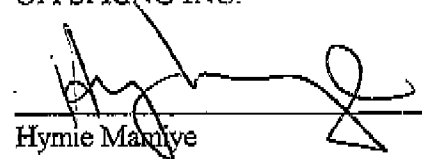
WHEREAS, Mamiye Brothers, Inc. wishes to record the vesting of this registration by virtue of the merger in the name of Mamiye Brothers, Inc.;

NOW, THEREFORE, in consideration of and in exchange for the sum of one (U.S. \$1.00) dollar and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Offspring Inc. hereby confirms the vesting of the trademark registration and

transfer of goodwill by virtue of said merger in the name of Mamiye Brothers, Inc.

OFFSPRING INC.

By.


Hymie Mamiye
Vice President

Dated: Nov. 12, 2003

U.S. Federal Trademark Registration
Owned By Offspring Inc.

Trademark	Registration No.	Registration Date
Miscellaneous Design (Baby Face)	1,476,044	February 9, 1988

Exhibit 1