



102499779

Attorney Docket No.: 4300-94

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Service Merchandise Company No. 51, Inc.
7.15.03

Individuals(s) Association
 General Partnership Limited Partnership
 Corporation-State Illinois
 Other

2. Name and address of receiving party(ies):
Name: **Samuel Aaron, Inc.**
Internal Address:
Street Address: **31-00 47th Avenue**
City: **Long Island City**
Country/State/Zip: **New York 11101**

Individual Citizenship ___
 Association ___
 General Partnership ___
 Limited Partnership ___
 Corporation-State Delaware
 Other ___

Additional names and addresses attached? Yes No

3. Nature of Conveyance
 Assignment Merger
 Security Agreement Change of Name
 Other Confirmatory Assignment

Execution Date: July 2, 2003

FINANCE SECTION
 JUL 15 AM 7:25

4. Application number(s) or Trademark number(s):
 A. Trademark Application No.(s)
07/16/2003 DBYRNE 00000091 1766432
01 FC:0521 40.00 TP

B. Trademark Registration No.(s):
1,766,432

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Edward M. Weisz, Esq.**
 Internal Address: **Cohen, Pontani, Lieberman & Pavane**
 Street Address: **551 Fifth Avenue, Suite 1210**
 City: **New York** State: **NY** ZIP: **10176**

6. Total number of applications and trademarks involved:
[1]

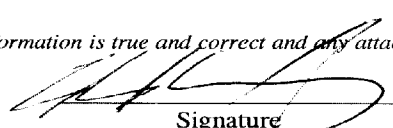
7. Total fee (37 C.F.R. 3.41)..... \$ **40.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: **03-2412**
 (Attach duplicate copy of this page if paying by 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.

Edward M. Weisz, Esq.
 Name of Person Signing
 Reg. No. 37,257


 Signature

July 10, 2003
 Date

Total number of pages including cover sheet, attachments and document
[2]

OMB No. 0651-0011 (exp. 4/84)

do not detach this portion
 Mail documents to be recorded with required cover sheet information to:
 Mail Stop Assignment Recordation
 Director of the US Patent and Trademark Office
 PO Box 1450
 Alexandria, VA 22313-1450

CONFIRMATORY ASSIGNMENT

WHEREAS, Service Merchandise Company No. 51, Inc., a corporation of Illinois having a place of business at 1508 Butterfield Road, Downers Grove, Idaho 60515 (hereinafter "ASSIGNOR"), was, as of October 24, 2002, the owner of all right, title and interest in and to the trademark AMERICA'S LEADING JEWELER which is the subject of United States Trademark Registration No. 1,766,432; and

WHEREAS, Samuel Aaron, Inc., a Delaware corporation having its principal place of business at 31-00 47th Avenue, Long Island City, New York 11101 (hereinafter "ASSIGNEE"), was, as of October 24, 2002, desirous of acquiring all right, title and interest in and to the said AMERICA'S LEADING JEWELER trademark in the United States and the said United States Trademark Registration No. 1,766,432 thereof;

NOW, THEREFORE, it is acknowledged and confirmed that on October 24, 2002, for Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR did sell, assign and transfer unto the said ASSIGNEE all right, title and interest in and to the said AMERICA'S LEADING JEWELER trademark together with the goodwill of the business symbolized by the said trademark, and in and to the said United States Trademark Registration No. 1,766,432 thereof, including the right to sue for past infringements thereof.

IN TESTIMONY WHEREOF, ASSIGNOR has caused this Confirmatory Assignment to be executed by its duly authorized representative.

Service Merchandise Company No. 51, Inc.

July 2, 2003

Dated: _____

By: Senior VP and CFO
Michael E. Hogrefe

Title: _____

