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J.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): Mel Bernie and Company, Inc. [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State [ ] Other Additional name(s) of conveying party(ies) attached? [ ] Yes [ ] No

2. Name and address of receiving party(ies) Name: Tahoe Creations, Inc. Internal Address: Street Address: 6521 Truxtun Avenue City: Bakersfield State: CA Zip: 93309 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State Nevada [ ] 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: 02/28/2003

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,691,406 Additional number(s) attached [ ] Yes [x] No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed: Name: James M. Duncan Internal Address: Street Address: P.O. Box 11172 City: Bakersfield State: CA Zip: 93389-1172

7. Total fee (37 CFR 3.41): \$ 40.00 [x] Enclosed [ ] Authorized to be charged to deposit account 8. Deposit account number:

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9. Signature. John Abrams Name of Person Signing [Signature] Signature 08-10-03 Date [ ] Total number of pages including cover sheet, attachments, and document: 1

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: 002795 FRAME: 0497

**TRADEMARK ASSIGNMENT**

**WHEREAS**, Mel Bernie and Company, Inc., a California corporation, with its principal place of business at 3000 Empire Avenue, Burbank, California ("Assignor"), has adopted, owns and is using the Mark SENTIMENTS ("the Mark") in connection with the following goods and/or services: Jewelry; and

**WHEREAS**, Assignor owns a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the goods and/or services identified therein, Registration No. 1,691,406, registered on June 9, 1992; and

**WHEREAS**, Tahoe Creations, Inc., a Nevada corporation, with its principal place of business at 6521 Truxton Avenue, Bakersfield, California ("Assignee"), desires to acquire the Mark and the above-referenced Registration;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the Registration thereof.

Dated effective as of: February 28, 2003

Mel Bernie and Company, Inc.

By: Melvyn J. Bernie  
Melvyn J. Bernie  
President

State of California )  
County of Los Angeles ) SS.

Subscribed and sworn to (or affirmed) before me this 28<sup>th</sup> of February, 2003.

Velta Sue Nelson  
Notary Public  
My Commission Expires: May 20, 2004

