

FORM PTO-1594 (Modified)
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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TM05/REV03

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Docket No.:

0066-162-2

Tab settings

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

1. Name of conveying party(ies):
Frances Meyer, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **Delaware**
 Other _____

Additional names(s) of conveying party(ies) Yes No

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

Name: First Dominion Funding II

Internal Address: 17th Floor

Street Address: 466 Lexington Avenue

City: New York State: NY ZIP: 10017

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Exempted Limited Liability Company of the Cayman Islands

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 12/19/2003

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)
78/288,159

Additional numbers Yes No

B. Trademark Registration No.(s)

<u>1,334,376</u>	<u>2,116,841</u>	<u>2,456,726</u>
<u>1,614,605</u>	<u>2,432,484</u>	<u>2,465,821</u>
<u>1,564,392</u>	<u>2,183,976</u>	

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

Name: Meyer A. Gross, Esq.

Internal Address: _____
Schweitzer Cornman Gross & Bondell LLP

Street Address: 292 Madison Avenue
19th Floor

City: New York State: NY ZIP: 10017

6. Total number of applications and registrations involved:..... **9**

7. Total fee (37 CFR 3.41):.....\$ \$240.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-0748

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.

Meyer A. Gross Meyer A. Gross March 5, 2004
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and **5**

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

CH \$240.00 190748 78288159

March 5, 2004
Docket No. 0066-162-2

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Recordation Form Cover Sheet Trademarks Only

Continuation of Item 2

EOS Partners, L.P.
320 Park Avenue
New York, NY 10022
A Limited Partnership of Delaware

Pine Island Investments, LLC
11 Pine Island Road
Hilton Head, South Carolina 29928
A Limited Liability Company of Delaware

TRADEMARK ASSIGNMENT

WHEREAS, **Frances Meyer, Inc.**, a Delaware corporation having a place of business at 320 Park Avenue, New York, NY 10022, had adopted, used, and was using the trademarks and the registrations and application therefor and the common law trademarks in the United States listed in Appendix A attached hereto; and


WHEREAS, **First Dominion Funding II**, a Cayman Islands exempted limited liability company, having a place of business at 466 Lexington Avenue, 17th Floor, New York, NY 10017, **EOS Partners, L.P.**, a limited partnership of the state of Delaware, having a place of business at 320 Park Avenue, New York, NY 10022; and **Pine Island Investments, LLC**, a limited liability company of the state of Delaware, having a place of business at 11 Pine Island Road, Hilton Head, SC 29928, (hereinafter referred to as "**Joint Owners**") acquired said trademarks and registrations and application therefore and the common law trademarks in the United States listed in Appendix A annexed hereto as assignees from Frances Meyer, Inc. in equal undivided parts;

WHEREAS, the parties wish to reaffirm and ratify the assignment of December 8, 2003, to identify and transfer to said **Joint Owners** the marks and registrations and application therefore and the common law trademarks to formalize said assignment for purposes of recordation;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Frances Meyer, Inc. has sold, assigned and transferred and by these presents does hereby assign and transfer and set over *nunc pro tunc*, as of December 8, 2003, in equal undivided parts to said Joint Owners, their successors, legal representatives and assigns, all right, title and interest in and to said trademarks and to the registrations and application therefor and the common law trademarks in the United States listed in Appendix A, together with the goodwill of the business associated therewith, and the right to sue for past infringements thereof.

Dated: December 19, 2003

Frances Meyer, Inc.

By: 
Name: JEFFREY M. BOENIGDER
Title: ATTORNEY