

FORM PTO-1594 (Modified)  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

Docket No.:  
**0066-162-3**

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):  
**First Dominion Funding II**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State  
 Other Exempted Limited Liability Company of the Cayman Islands  
Additional names(s) of conveying party(ies)       Yes     No

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

Name: F.M. Asset Acquisition, LLC  
Internal Address: Suite 205  
Street Address: 510 Broadhollow Road  
City: Melville                      State: NY    ZIP: 11747

Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State  
 Other Limited Liability Company of Delaware

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: 12/17/2003

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)

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

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**

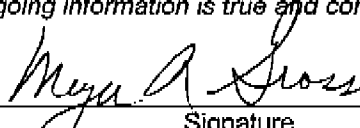
7. Total fee (37 CFR 3.41):.....\$ **240.00**

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                                            March 8, 2004  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and **7**

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 8, 2004**  
**Docket No. 0066-162-3**

**Page 2 of**  
**Recordation Form Cover Sheet Trademarks Only**

**Continuation of Item 1**

**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**

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TRADEMARK ASSIGNMENT

WHEREAS, **First Dominion Funding II**, a Cayman Islands exempted limited liability company, having a place of business at 466 Lexington Avenue, 17<sup>th</sup> 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**") are the assignees from Frances Meyer, Inc. in equal undivided parts of all right, title and interest in and to the trademarks and the registrations and application therefor and the common law trademarks in the United States listed in Appendix A attached hereto and are desirous of transferring same; and

WHEREAS, **F.M. Asset Acquisition, LLC**, a limited liability company of Delaware, having a business address at 510 Broadhollow Road, Suite 205, Melville, NY 11747, is desirous of acquiring said trademarks and the registrations and application therefor and the common law trademarks in the United States listed in Appendix A annexed hereto;

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, said **Joint Owners** do hereby assign and transfer and set over to said **F.M. Asset**

**Acquisition, LLC**, its successors, legal representatives and assigns, all of Joint Owners' right, title and interest in and to said trademarks and 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.

**First Dominion Funding II** *by Credit Suisse*  
**Asset Management, LLC** *its Collateral Mgr.*

Dated: December \_\_\_\_\_, 2003

By: *Lisa Conrad*  
Name: LISA CONRAD  
Title: DIRECTOR

**EOS Partners, L.P.**

Dated: December \_\_\_\_\_, 2003

By: \_\_\_\_\_  
Name:  
Title:

**Pine Island Investments, LLC**

Dated: December \_\_\_\_\_, 2003

By: \_\_\_\_\_  
Name:  
Title:

**Acquisition, LLC**, its successors, legal representatives and assigns, all of Joint Owners' right, title and interest in and to said trademarks and 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.


**First Dominion Funding II**

Dated: December \_\_\_\_\_, 2003

By: \_\_\_\_\_  
Name:  
Title:

**EOS Partners, L.P.**

Dated: December \_\_\_\_\_, 2003

By:  \_\_\_\_\_  
Name: *Brian D. Young*  
Title: *General Partner*

**Pine Island Investments, LLC**

Dated: December \_\_\_\_\_, 2003

By: \_\_\_\_\_  
Name:  
Title:

**Acquisition, LLC**, its successors, legal representatives and assigns, all of Joint Owners' right, title and interest in and to said trademarks and 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.

**First Dominion Funding II**

Dated: December \_\_\_\_\_, 2003

By: \_\_\_\_\_  
Name:  
Title:


**EOS Partners, L.P.**

Dated: December \_\_\_\_\_, 2003

By: \_\_\_\_\_  
Name:  
Title:

**Pine Island Investments, LLC**

Dated: December 17, 2003

By:   
Name: Jeffrey M. Boettcher  
Title: Manager

**APPENDIX A**

<b><u>Registrations:</u></b>	<b><u>Registration No.</u></b>
BANNERS BY THE YARD	1,334,376
FRANCES MEYER	1,614,605
FRANCES MEYER INC.	1,564,392
MY HANDS	2,116,841
MEMORIES TO KEEP	2,432,484
THE SCRAPBOOK LEADER	2,183,976
PANORAMIC PAGE PROTECTORS	2,456,726
THE QUEEN BEE OF SOCIAL GRACES AND CHARMING STYLE	2,465,821

**PENDING APPLICATION:**

DESIGN-A-TITLE	78/288,159
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**COMMON LAW**

FMI

FRANCESMEYER.COM