

08-27-2003

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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): E.S. ORIGINALS, INC.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: IN MOCEAN GROUP, LLC Internal Address: 7th Floor Street Address: 500 Seventh Avenue City: New York State: NY Zip: 10018</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input checked="" type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: July 10, 2003</p>	<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,340,986</p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: EZRA SUTTON, P.A. Internal Address: 2nd Floor Street Address: Plaza 9, 900 Route 9 City: Woodbridge State: NJ Zip: 07095</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$ 40 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)</p>

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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.

EZRA SUTTON *Ezra Sutton* **August 21, 2003**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **3**

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Main documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002812 FRAME: 0910

TRADEMARK ASSIGNMENT

WHEREAS, E.S. ORIGINALS, INC. (hereinafter "Assignor"), a corporation of the State of New York, having a place of business at 450 West 33rd Street, New York, New York 10011, is the owner of the trademark IN MOTION and United States Trademark Registration No. 1,340,986 for the mark IN MOTION, registered on June 11, 1985 in the United States Patent and Trademark Office.

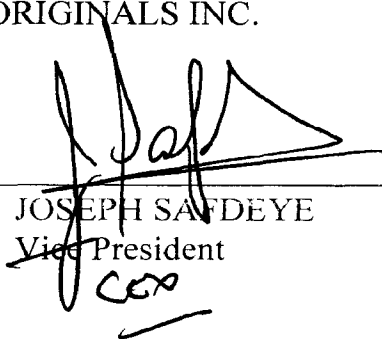
WHEREAS, IN MOCEAN GROUP, LLC (hereinafter "Assignee"), a limited liability company of the State of New York, having a place of business at 500 Seventh Avenue, New York, New York 10018, is desirous of acquiring said trademark, trademark registration, and the goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign and transfer to Assignee all of its right, title, and interest in and to said trademark and trademark registration, together with the goodwill of the business symbolized by the mark IN MOTION.

Assignor agrees to perform all reasonable and proper acts at the request and expense of **Assignee**, which **Assignee** may require in order to vest all of **Assignor's** right, title, and interest in and to the said trademark and trademark registration in **Assignee** or its successor.

E.S. ORIGINALS INC.

By _____


JOSEPH SAFDEYE
Vice President

Dated: July 10, 2003