

FORM PTO-1594 (Modified)
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
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TM05/REV03

RECORDATION FORM COVER SHEET

Docket No.:

TRADEMARKS ONLY

Tab settings

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

1. Name of conveying party(ies):

Charles E. Elum

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 12, 2004

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

Name: A & F Trademark, Inc.

Internal Address:

Street Address: 220 Market Street, Suite 206

City: New Albany State: OH ZIP: 43054

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

If assignee is not domiciled in the United States, a domestic designation is Yes No

(Designations must be a separate document from Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

78/278,545 78/284,714 78/206,665

Additional numbers

B. Trademark Registration No.(s)

Yes No

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

Name: Cory M. Amron, Esquire

Internal Address:

Vorys, Sater, Seymour and Pease LLP

Street Address: 1828 L Street, N.W.

11th Floor

City: Washington State: DC ZIP: 20036

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

3

7. Total fee (37 CFR 3.41):.....\$ \$90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0585

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.

Cory M. Amron

Name of Person Signing

Cory Amron

Signature

March 19, 2004

Date

Total number of pages including cover sheet, attachments, and

TRADE MARK

CH \$90.00 220585 78278545

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment") is made and entered into as of the 12th day of March, 2004 ("Effective Date") by Charles E. Elum, an individual, having an address at 9000 Cotton Rose Way, Las Vegas, NV 89134 ("Assignor"), and A&F Trademark, Inc. _____, a Delaware _____ corporation having an address at 220 Market St., Ste 206, New Albany, OH 43054 ("Assignee"), pursuant to the terms of the Trademark Purchase Agreement and Assignment ("Agreement") dated March 12, 2004 between Assignor and Assignee.

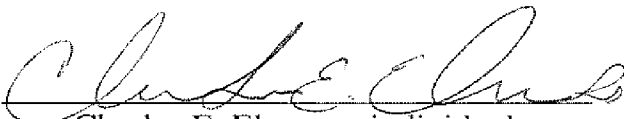
WHEREAS, Assignor represents that he is the sole owner of the U.S. registrations issued, applications filed, and common-law rights related to any of the trademarks listed on Schedule A annexed hereto ("Trademarks"), together with the goodwill of Assignor's business appertaining thereto;

WHEREAS, Assignor wishes to assign to Assignee all of Assignor's right, title and interest in the use of the Trademarks, together with the goodwill of the business associated therewith and the applications and registrations therefor, subject to the terms and conditions hereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby does assign, sell and transfer to Assignee, its successors, assigns and legal representatives, all its right, title and interest in and to the Trademarks and all of the goodwill associated therewith, together with the right to recover damages and profits and all other remedies for past infringements thereof.

Assignor agrees to execute and deliver at the request of Assignee all papers, instruments, and assignments, and to perform other reasonable acts Assignee may request in order to vest all of Assignor's right, title, and interest in and to the Trademarks in Assignee.

IN WITNESS WHEREOF, the undersigned have caused this Assignment to be duly executed and delivered as of the Effective Date.

Signature: 
Charles E. Elum, an individual

SCHEDULE A

<u>Mark</u>	<u>Application Number</u>	<u>Filing Date</u>
EZRA (Stylized)	78/278,545	July 24, 2003
EZRA FREESTYLE and Design	78/284,714	August 7, 2003
7 EZRA CHARLES COHEN and Design	78/206,665	January 24, 2003