

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OroAmerica, Inc.		06/21/2001	CORPORATION: DELAWARE
OroAmerica, Inc.		06/21/2001	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Aurafin-OroAmerica LLC
Street Address:	6701 Nob Hill Road
City:	Tamarac
State/Country:	FLORIDA
Postal Code:	33321
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 5		
Property Type	Number	Word Mark
Registration Number:	2738119	MYSTIC HEARTS
Registration Number:	2655408	OROAMERICA
Registration Number:	2479527	PUSHLOCK
Registration Number:	2299301	RINGS OF LOVE
Registration Number:	2729796	TIVOLI

CORRESPONDENCE DATA	
Fax Number:	(954)718-3214
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	954-718-3200
Email:	marc.kesten@aurafin.com
Correspondent Name:	Marc J. Kesten, Esq.
Address Line 1:	6701 Nob Hill Road
Address Line 4:	Tamarac, FLORIDA 33321

ATTORNEY DOCKET NUMBER:	ASSIGNMENT ORO TO A-O
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OP \$140.00 2738119

NAME OF SUBMITTER:

Marc J. Kesten

Total Attachments: 2

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Delaware

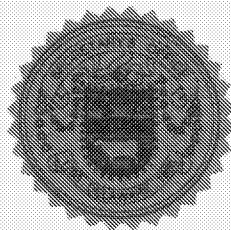
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"OROAMERICA, INC.", A DELAWARE CORPORATION,

WITH AND INTO "AURAFIN-OROAMERICA LLC" UNDER THE NAME OF "AURAFIN-OROAMERICA LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF JUNE, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3372081 8100M

AUTHENTICATION: 1845759

020381338

DATE: 06-21-02

TRADEMARK

REEL: 002874 FRAME: 0830

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/21/2001
010294584 - 3372081

10/ST
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/21/2001
BY April Wright

CERTIFICATE OF MERGER

of

OROAMERICA, INC.
(a Delaware corporation)

with and into

AURAFIN-OROAMERICA LLC
(a Delaware limited liability company)

Pursuant to Section 264 of the General Corporation Law of the State of Delaware and Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company DOES HEREBY CERTIFY:

FIRST: That the name and state of domicile of each of the constituent entities of the merger are as follows:

Name	State of Domicile
OroAmerica, Inc.	Delaware
Aurafin-OroAmerica LLC	Delaware

SECOND: That an Agreement and Plan of Merger among the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 264 of the General Corporation Law of the State of Delaware and Section 18-209 of the Delaware Limited Liability Company Act.


THIRD: That the name of the entity surviving the merger is Aurafin-OroAmerica LLC.

FOURTH: A copy of the executed Agreement and Plan of Merger is on file at the offices of Aurafin-OroAmerica LLC, which are located at 6701 Nob Hill Road, Tamarac, Florida 33321

FIFTH: A copy of the Agreement and Plan of Merger will be furnished by Aurafin-OroAmerica LLC, on request and without cost, to any stockholder or member of either constituent entity.

IN WITNESS WHEREOF, Aurafin-OroAmerica LLC has caused this Certificate of Merger to be executed by the undersigned authorized person this 21st day of June, 2001.

AURAFIN-OROAMERICA LLC


Steven L. Hansen
Authorized Person

MO 758613.03