FORM P1	O-1594	r: . 2.04	EC	01-20-			HEET	U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
To the Honorable Commissioner of Parents and Trademarks: Please record the attached original documents or copy thereof.								
[XX] Con	Name of conveying party(ies): BRENTANO HANDBAGS, INC. idual(s) [] Association ral Partnership [] Limited Partnership orporation-State: (FLORIDA)				2. Name and address of receiving party(ies) Name: CIELO CREATIONS, INC. Internal Address: Street Address: 6444 FLEET STREET City: COMMERCE State: CALIFORNIA ZIP: 90040 [] Individual(s) citizenship: [] Association: [] General Partnership: [] Limited Partnership: [[] XX] Corporation-State: (CALIFORNIA) [] Other: If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes[] No (Designations must be a separate document from assignment)			
4.	Additional name(s) and address(es) attached? [] Yes [X] No Application number(s) or registration number(s):							[] Yes [A] No
	A. Trademark Application No.(s) 78/223,492				B. Trademark No.(s) 2,776,828 2,670,262 2,626,635			
5.	Name and address of party to whom correspondence concerning document should be mailed Name: JOSEPH R. ENGLANDER, ESQ. Internal Address: MALIN, HALEY & DIMAGGIO, P.A. Street Address: 1936 SOUTH ANDREWS AVENUE City: Fort Lauderdale State: Florida ZIP: 33316			6. Total number of applications and registrations involved: FOUR (4)				
				A .	7. Total fee (37 CFR 3.41) \$115.00 [XX] Enclosed [] Authorized to be charged to Deposit Account			
	Telephone: (954	4) 763-3303			8.	•	ount number: 1	13-1130 page if paying by deposit account)
							<u></u>	

DO NOT USE THIS SPACE

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.

Occooose 78223492 Total number of pages including cover sheet, attachments, and document:

01 FC:8521 02 FC:8522

75.00 discuments to be recorded with required cover sheet information to: Commission of Patents and Trademarks, Box Assignments

I:\.10663\FORMS\7503.ASMT.COVER.SHEET

1 (1999) **1 (**1991) (1841) 1844 (1946) (1841) 1844 (1841) 1844 (1841)

01-02-2004

<u>ASSIGNMENT</u>

Whereas, Brentano Handbags, Inc., (Assignor) a Corporation of the State of Florida, has adopted and used in its business, trademarks identified as BBRENTANO, Registration No. 2,776,828, registered October 21, 2003; CIELO, Registration No. 2,670,262, registered December 31, 2002; SNOWFLAKE DESIGN, Registration No. 2,626,635, registered September 24, 2002; and BB, Application No. 78/223,492, filed March 10, 2003, in the country of the United States of America; and

Whereas, Cielo Creations, Inc. ("Assignee"), having an address of 6444 Fleet Street, Commerce, California 90040, a Corporation of the State of California, is desirous of acquiring said marks and the good will associated with said marks;

Now, Therefore, To All Whom It May Concern:

Be it known that for and in consideration of the sum of Ten Dollars (\$10.00) each and other good and valuable consideration to them in hand paid, the receipt of which is hereby acknowledged, said Assignor, by these presents does sell, assign, and transfer unto the said Assignee the entire right, title and interest in and to the said trademarks and the applications and registrations thereof, including the right to sue for damages for all past infringements occurring prior to the execution date of this Assignment, together with the good will of the marks and business in connection with which the said marks were and/or are used.

Brentano Handbags, Inc.

In Taik Lim Date: 11.20.03

President

1:\10663\FORMS\7503.BRENTANO ASMTS TO CIFLO

RECORDED: 01/02/2004

TRADEMARK **REEL: 002898 FRAME: 0169**