

ASSIGNMENT

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.

By: IN TAIK LIM

Date: 11.20.03

Title: President

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