

FORM PTO-1594

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

(Rev. 03/01)

TRADEMARKS ONLY

Patent and Trademark Office

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

1. Name of conveying Party(ies):

Name: Cr dit Agricole Indosuez

- Individual Association
- General Partnership Limited Partnership
- Corporation - _____
- Other Company of France

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving Party(ies):

Name: Calyon

Internal Address: _____

Street Address: 1301 Avenue of the Americas

City: New York State: New York Zip Code: 10019

- Individual(s) Citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation - _____
- Other Company of France

If assignee is not domiciled in the United States, a domestic representative designation is attached:

(Designations must be a separate document from Assignment) Yes No

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: April 30, 2004

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Exhibit A attached hereto

Additional sheet attached? Yes No

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

Marie A. Lavalleye, Esq.
Covington & Burling
1201 Pennsylvania Avenue, N.W.
Washington, D.C. 20004

Attorney Docket No. 701620.00006

6. Total number of applications and registrations involved: 14

7. Total fee (37 CFR 3.41).....\$365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 03-3412

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.

Marie A. Lavalleye
Name of Person Signing

M. Lavalleye
Signature

7-27-04
Date

Total number of pages including cover sheet, attachments, and document: 13

DC: 1478296-1

CH \$365.00 033412 0664746

EXHIBIT A

TRADEMARKS AND TRADEMARK APPLICATIONS OWNED
BY FREDERICK'S OF HOLLYWOOD, INC.

| <u>Mark</u> | <u>Reg. No.</u> | <u>Reg. Date</u> | <u>Class</u> | <u>Goods/Services</u> |
|---------------------------|-----------------|------------------|--------------|--|
| FREDERICK'S (stylized) | 664,746 | 07/22/58 | 25 | Women's and girls' dresses, skirts, blouses, sweaters, coats, jackets, jerseys, petticoats, slacks, shorts, shirts, brassieres, corsets, girdles, foundation garments, slips, half slips, panties, garter belts, stoles, fur coats, fur neck pieces, fur capes, shoes, slippers, suits, hosiery, nightgowns, pajamas, robes, peignoirs, coveralls, house coats, chemises, dusters, swim suits, and playsuits; men's shirts, shorts, coveralls, under shorts, swim suits, jackets, sweaters, suits, and pajamas |
| FREDERICK'S | 1,055,867 | 01/11/77 | 3 | Perfume, skin lotion, nail enamel, nail polish, cream, and body massage cream |
| FREDERICK'S | 1,058,525 | 02/08/77 | 25 | Aprons, gowns, lingerie, blouses, boas, bodyshirts, bodysuits, boots, brassieres, briefers, chemises, coats, coveralls, corsets, culottes, dresses, dusters, foundation garments, fur capes, fur coats, fur neck pieces, fur pieces, garter belts, garters, girdles, half slips, hosiery, housecoats, jackets, jerseys, jumpsuits, nightgowns, pajamas, panties, pant sets, pantsuits, panty hose, paste-on bras, peignoir sets, petticoats, playsuits, robes, shirts, shoes, shorts, skirts, slacks, slippers, slips, stoles, suits, sweaters, swimsuits, theatrical clothes, undershorts, and waist cinchers |

| <u>Mark</u> | <u>Reg. No.</u> | <u>Reg. Date</u> | <u>Class</u> | <u>Goods/Services</u> |
|--------------------------|-----------------|------------------|--------------|---|
| FREDERICK'S | 1,052,485 | 11/09/76 | 26 | Hairpieces and wigs |
| FREDERICK'S | 1,051,548 | 10/26/76 | 42 | Retail store and mail order services in the fields of clothing, personal items, cosmetics and toiletries |
| LOVING CUP | 1,253,856 | 10/11/83 | 25 | Brassieres |
| SHAPE-SUIT | 1350717 | 07/23/85 | 25 | Swim suits |
| FREDERICK'S OF HOLLYWOOD | 1,627,771 | 12/11/90 | 42 | Retail store and mail order services in the fields of clothing, personal items, cosmetics and toiletries |
| FREDERICK'S OF HOLLYWOOD | 1,674,329 | 02/04/92 | 25 | Aprons, gowns, lingerie, blouses, boas, bodyshirts, bodysuits, boots, brassieres, briefers, chemises, coats, coveralls, corsets, culottes, dresses, dusters, foundation garments, fur capes, fur coats, fur neck pieces, fur pieces, garter belts, garters, girdles, half slips, hosiery, housecoats, jackets, jerseys, jumpsuits, nightgowns, pajamas, panties, pantsuits, panty hose, paste-on bras, peignoir sets, petticoats, playsuits, robes, shirts, shorts, shoes, skirts, slacks, slippers, slips, stoles, suits, sweaters, swimsuits, undershorts, and waist cinchers |

| <u>Mark</u> | <u>Reg. No.</u> | <u>Reg. Date</u> | <u>Class</u> | <u>Goods/Services</u> |
|-------------------------------------|-----------------|------------------|------------------|---|
| CURVE CONTROL | 2,290,335 | 11/02/99 | 25 | Clothing, namely, foundation garments |
| BUTTERFLY PANTIES | 2,302,805 | 12/21/99 | 25 | Crotchless panties |
| FREDERICKS.COM | 2,403,596 | 11/14/00 | 35 | Computerized online retail store services featuring clothing, lingerie, undergarments, accessories for men and women, hairpieces and wigs, loungewear, activewear, hosiery, slippers, shoes, boots, swimwear and beachwear |
| HOLLYWOOD KISS | 2,395,635 | 10/17/00 | 25 | Lingerie |
| FREDERICK'S OF HOLLYWOOD (& Design) | 2,587,042 | 7/02/02 | 25, 26, 35 | Clothing, men's and women's lingerie, undergarments, loungewear, hosiery, swimwear, beachwear, hairpieces and wigs; retail store and mail order catalog services featuring clothing, lingerie, accessories for men and women, hairpieces and wigs |



New registered name: Calyon

(former name: *Crédit Agricole Indosuez*)

A French *Société anonyme* [company with limited liability]

Registered capital increased on 30 April 2004 from EUR 1,142,480,673 to EUR 2,522,815,902, and subsequently to EUR 2,686,790,142 and EUR 2,983,790,142

Modified registered capital: EUR 2,983,790,142

9, Quai du Président Paul Doumer,

92920 Paris La Défense cedex (France)

registered under the STREN No. 304 187 701

at the Trade and Companies Register [Registre du commerce et des Sociétés] of Nanterre

**EXTRACT FROM THE MINUTES
OF THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS HELD ON 30 APRIL 2004**

In the year two thousand and four, on the thirtieth of April, at eleven fifteen a.m., the shareholders of *Crédit Agricole Indosuez*, a French *Société Anonyme* [company with limited liability] with a registered share capital of EUR 1,142,480,673 divided into 42,134,099 shares each with a nominal value of EUR 27.00, met in a General Meeting, proceeding under the rules applicable to ordinary and extraordinary general meetings of shareholders, on the premises of *Crédit Agricole SA* at 91-93, Boulevard Pasteur, Paris, 15th Arrondissement, having been called to attend by the Board of Directors by letter sent by ordinary mail.

An attendance record was drawn up and initialled by each shareholder present on arrival at the meeting.

Mr. Jean Laurent chaired the meeting in his capacity as Chairman of the Board of Directors, in accordance with Article 19 of the Articles of Association.

Crédit Agricole SA, represented by Mr. Eric Vandamme, was called to serve as scrutineer.

The officers of the meeting (Bureau) having thus been appointed then designated Mr. Dominique Mangenet as secretary.

Mr. Micha Missalden, representing the firm Barbier Frénauld & Autres, Mr. Alain Lainé, representing Cabinet Alain Lainé, Statutory Auditors, along with Mr. Michel Dague, were also present at the meeting. Mr. Bernard Beaupère, designated representative of the group of shareholders holding February 1984 nominal FRF 1,000.00 stock, duly called to attend the meeting, was absent and excused.

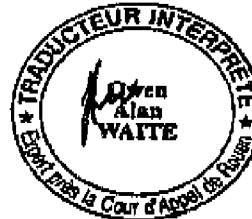
Also present at the meeting were Mr. Henri-Pierre Brossard, Head of Legal Department, and Mr. Jean-Pierre Pampilli, in his capacity as representative of the *Comité d'entreprise* [Works council].

The Chairman declared the meeting to be open.

The Chairman reminded the meeting that under the terms of the Articles of Association (Article 18), General Meetings are composed of all shareholders in the Company irrespective of the number of shares they may hold.

The Chairman placed on record that according to the attendance record, as certified a true record by the Bureau, 15 shareholders, representing 42,179,532 shares, this being nearly the totality of the share capital of the Company, were present or represented and that since the General Meeting met the quorum as defined by the laws in force for Ordinary General Meetings (that is, at the first time of calling, one-quarter of all voting shares) and Extraordinary General Meetings (that is, at the first time of calling, one-third of all voting shares), it thus was duly constituted and could proceed in valid manner.

Calyon - Resolution - Name of Company
Certified translation under reference AZD404051



TRADEMARK

REEL: 002902 FRAME: 0064



Since there were no further requests to speak, the Chairman put the following resolutions to a vote:

EIGHTEENTH RESOLUTION

The General Meeting of shareholders, proceeding under the rules applicable to Extraordinary General Meetings, having taken due note of the report submitted by the Board of Directors, hereby resolves to adopt "CALYON" as its new registered name, and to amend accordingly Article 2 "Registered Name" of the Articles of Association, which shall henceforth read as follows:

ARTICLE 2 - Registered name

The name of the Company is: 'CALYON'.

The above resolution, when put to the vote, was passed unanimously, with abstentions by two shareholders representing two votes.

THIRTIETH RESOLUTION

The General Meeting of shareholders hereby resolves to vest all necessary powers in the bearer of an original copy, a reproduction or an extract of the minutes of the present General Meeting for the purpose of performing all required formalities.

The above resolution, when put to the vote, was passed unanimously.

*
* * *

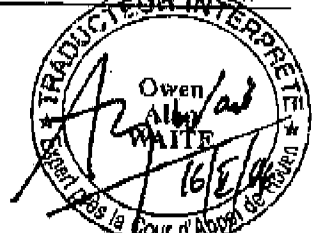
There being no further item on the agenda and no further requests to speak, the meeting was declared to be at an end at eleven fifty a.m.

The present minutes were drawn up to show all the above and were then signed by the Bureau after having been read.

THIS EXTRACT IS HEREBY CERTIFIED TO BE IDENTICAL TO THE MINUTES OF THE GENERAL MEETINGS OF SHAREHOLDERS IN CREDIT AGRICOLE INDOSUEZ NOW KNOWN AS CALYON.

The Secretary to the General Meeting
Mr. Dominique Mangenet

I the undersigned, Owen Alan Waite, sworn translator for the Rouen Appeal Court, 76000 France, hereby certify that the above translation is a faithful rendering of an original document submitted to me in the French language. This translation appears in my records under the reference AZ0404061.



*Calyon - Resolution - Name of Company
Certified translation under reference AZ0404061*

- APOSTILLE -

Convention de La Haye du 5 Octobre 1961

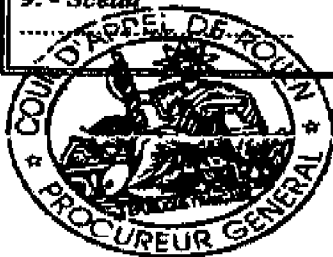
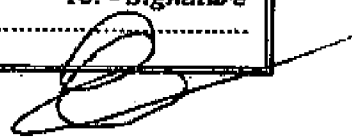
1. - République française

Le présent acte public

2. - a été signé par : Guén Alain WAITE
3. - agissant en qualité de : Tra duction
4. - est revêtu du sceau de l'expert

ATTESTÉ

5. - à ROUEN
6. - le 28 MAI 2004
7. - par le procureur général près la Cour d'Appel de ROUEN
8. - sous n° 1304/2004
9. - Sceau
10. - Signature



14 11:13 FR CL ASSET RECOVERY 212 261 3259 TO 919178495471 P. 01/05

Clerk's Office of the Commercial Court of NANTERRE
4 Rue Pablo Neruda
92020 NANTERRE CEDEX

304 187 701 RCS NANTERRE
Your reference: 4009791
Our reference: CFO
(1997 B 05108)

[official stamp]:
COMMERCIAL COURT
CLERK'S OFFICE

Kbis Extract (Certificate of Incorporation)

REGISTRATION IN THE TRADE AND COMPANIES REGISTER (RCS)
Extract dated 01 June 2004

IDENTIFICATION

Company name: CALYON
Identification number: 304 187 701 RCS NANTERRE
Management number: 1997 B 05108
Date of registration: 21 October 1997

INFORMATION CONCERNING THE ENTITY

Legal form: Public limited company
With capital of: EUR 2,983,790,142.00
Company name: CALYON CORPORATE AND INVESTMENT BANK
Address of head office: 9 QUAI DU PRESIDENT PAUL DOUMER
92920 PARIS LA DEFENSE CEDEX
Term of the company: Up to 25 NOVEMBER 2064
Date of closure of accounts: 31 December
Incorporation - Filing of deed of incorporation: At the Clerk's Office of the Commercial Court of PARIS on 23 November 1973
Publication: Small notices of 19 November 1973
Transfer from: PARIS
Filing of the deed: At the Clerk's Office of the Commercial Court of NANTERRE
Publication at the Clerk's Office of the new head office: Newspaper Gazette du palais of 11 October 1997

MANAGEMENT

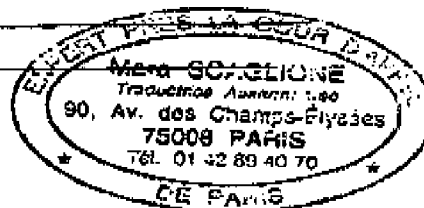
Chairman of the board of directors Mr JEAN LAURENT
born on 31/07/1944 at MAZAMET 81200
of French nationality
resident at 18 RUE WEBER 75016 PARIS

Deputy managing director (non executive) Mr ARIBERTO PASSATI
born on 04/08/1946 in MILAN (ITALY)
of Italian nationality
resident at VIA BRERA 21-20121 MILAN ITALY

Deputy managing director (non executive) Mr YVES FERRIER
born on 26/10/1954 at SCIONZIER 74950
of French nationality
resident at 41 RUE DE ST PETERSBOURG 75008 PARIS

Managing director (non executive) Mr EDOUARD ESPARBES
born on 11/02/1944 at RAMONVILLE ST AGNE 31420
of French nationality
resident at LES EZEUX 91780 CHALO ST MARS

Director Mr PHILIPPE JEAN LOUIS GESLIN
born on 09/07/1940 at SAINTE HERMINE 65
of French nationality



Page 1

THE ORIGINAL ISSUED BY THE CLERK OF THE COMMERCIAL COURT IS DRAWN UP ON WOVE PAPER

TRADEMARK
REEL: 002902 FRAME: 0067

4 11:14 FR CL ASSET RECOVERY 212 261 3259 TD 919178495471

P.02/05

Clerk's Office of the Commercial Court of NANTERRE
4 Rue Pablo Neruda
92020 NANTERRE CEDEX

304 187 701 RCS NANTERRE
Your reference: 4009791
Our reference: CFO
(1997 B 05108)

[official stamp]:
COMMERCIAL COURT
CLERK'S OFFICE

Kbis Extract (Certificate of Incorporation)

REGISTRATION IN THE TRADE AND COMPANIES REGISTER
Extract dated 01 June 2004

resident at 19 RUE DECAMPS 75116 PARIS

Director Mr PIERRE ANDRE BASTIDE
born on 29/08/1941 in RODEZ 12000
of French nationality
resident at 93BIS AV DE ROYAT 63400 CHAMALIERES

Director Mr YVES COUTURIER
born on 24/07/1946 at CHALONS EN CHAMPAGNE 51000
of French nationality
resident at 1 ALI. DP. LA QUEYRASSIRE 38240 MEYLAN

Director Mr PIERRE BRU
born on 10/03/1950 at ARQUES 12290
of French nationality
resident at ARQUES 12290 PONT DE SALARS

Director Mr ROGER GOBIN
born on 07/04/1945 at STE MARIE 44210
of French nationality
resident at 19 CHEMIN DES MOUSSEAUX 44210 PORNIC

Director Mr PATRICK STEVENSON
born on 14/03/1945 at NEUILLY SUR SEINE 92200
of French nationality
resident at 9 EBURY MEWS LONDON SW1X 9NX
UNITED KINGDOM

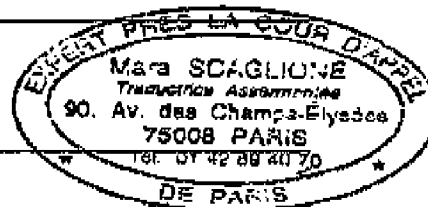
Director Mr EDMOND ALPHANDRY
born on 02/09/1943 in AVIGNON 84000
of French nationality
resident at 32 RUE DU BAC 75007 PARIS

Director Mr DIDIER MARTIN
born on 30/08/1952 in PARIS 75014
of French nationality
resident at 130 FAUBOURG ST HONORE 75008 PARIS

Director Mr RENE BARBIER DE LA SERRE
born on 03/07/1940 at LANGIEUX 22770
of French nationality
resident at 26 RUE BARDET DE JOUY 75007 PARIS

Director Mr JEAN-MARIE SANDER
born on 23/12/1949 at OHLUNGEN 67590
of French nationality
resident at 33 RUE DE L'EGLISE 67590 OHLUNGEN

Director Mr IMBAULT FRANCOIS



4 11:14 FR CL ASSET RECOVERY 212 261 3259 TO 919178495471

P.03/05

Clerk's Office of the Commercial Court of NANTERRE
4 Rue Pablo Neruda
92020 NANTERRE CEDEX

304 187 701 RCS NANTERRE
Your reference: 4009791
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(1997 B 05108)

[official stamp]:
COMMERCIAL COURT
CLERK'S OFFICE

This Extract (Certificate of Incorporation)

REGISTRATION IN THE TRADE AND COMPANIES REGISTER
Extract dated 01 June 2004

born on 22/10/1948 at ORMOY LA RIVIERE 91150
of French nationality
resident at 1 RUE DES SAUNELLES DHUÏLET 91150
ORMOY LA RIVIERE

Director Mr JEAN-PAUL CHIFFLET
born on 03/09/1949 at TOURNON SUR RHONE 07300
of French nationality
resident at 46 RUE DE LA CHARITE 69002 LYON

Director Mr JEAN-YVES HOCHER
born on 24/08/1933 at ST LO 50000
of French nationality
resident at 13 RUE DU PONT DES MONARDS 17100 SAINTES

Director Mr GEORGES PAUJET
born on 07/06/1947 at RUMILLY 74150
of French nationality
resident at 89 AVE DE WAGRAM 75017 PARIS

Director representing the employees Mr JEAN-FREDERIC MARCEL IVAN DREYFUS
born on 05/04/1957 at BOULOGNE BILLANCOURT 92100
of French nationality
resident at 13 AVE FAIDHERBE 93310 LE PRE SAINT-OERVAIS

Director representing the employees Mr HUGUES SINGER
born on 31/10/1948 in ALGIERS (ALGERIA)
of French nationality
resident at 123 BD DE VALMY 92700 COLOMBES

Statutory auditors BARBIER FRINAULT ET AUTRES
41 RUE IBRY 92576 NEUILLY SUR SEINE

Statutory auditors PRICEWATERHOUSECOOPERS AUDIT
(672 606 483 RCS PARIS)
32 R GUERSANT 75017 PARIS
Legal form: public limited company



Deputy auditor Mr PIERRE COLL
born on 15/12/1954 in OUAGADOUGOU (BURKINA FASO)
of French nationality
resident at 32 RUE GUERSANT 75017 PARIS

INFORMATION CONCERNING THE COMMERCIAL ACTIVITY

Page 3

THE ORIGINAL ISSUED BY THE CLERK OF THE COMMERCIAL COURT IS DRAWN UP ON WOVE PAPER

4 11:14 FR CL ASSET RECOVERY 212 261 3259 TO 919178495471 P.04/05

Clerk's Office of the Commercial Court of NANTERRE
4 Rue Pablo Neruda
92020 NANTERRE CEDEX

304 187 701 RCS NANTERRE
Your reference: 4009791
Our reference: CFO
(1997 B 03108)

(official stamp):
COMMERCIAL COURT
CLERK'S OFFICE

Kbis Extract (Certificate of Incorporation)

REGISTRATION IN THE TRADE AND COMPANIES REGISTER
Extract dated 01 June 2004

Origin of the company: this company, already incorporated, is transferring its head office from
PARIS
as from 20 October 1997
former RCS number 073B07449
Origin of funds: creation of goodwill
Activity: Merchant bank
Address of the main establishment: 9 QUAI DU PRÉSIDENT PAUL DOUMER 92920
PARIS LA DEFENSE CEDEX
Start of operation on: 26 November 1973
Type of operation: direct operation

OBSERVATIONS

04 July 2002 , number 86365 Harmonisation of the articles of incorporation with
law 2001-420 of 15 May 2001 (NRE "new economic regulations" Law)
number 1 Company governed by the law of 24 July 1966 and
the decree of 23 March 1967 on commercial companies, 20 November 1987.

ESTABLISHMENTS NOT FALLING WITHIN THE COMPETENCE OF THE CLERK'S OFFICE

Clerk's office of MARSEILLES (1903) Management number 1975 B 00670
Secondary Establishment

Clerk's office of TOULOUSE (3102)
Secondary Establishment

Clerk's office of BORDEAUX (3302) Management number 1979 B 00140
Secondary Establishment

Clerk's office of RENNES (3501) Management number 2000 B 00028
Secondary Establishment

Clerk's office of TOURS (3701) Management number 2001 B 00736
Secondary Establishment

Clerk's office of GRENOBLE (3801)
Secondary Establishment

Clerk's office of NANTES (4401) Management number 1976 B 00396
Secondary Establishment

Clerk's office of REIMS (5103) Management number 2001 B 00494
Secondary Establishment

Clerk's office of NANCY (5402)
Secondary Establishment

Clerk's office of LIÈGE (5903) Management number 1975 B 00286
Secondary Establishment

Clerk's office of Strasbourg Management number 2000 B 00008
(701) (6752)



11:14 FR CL ASSET RECOVERY

212 261 3259 TO 919178495471

P.05/05

Clerk's Office of the Commercial Court of NANTERRE
4 Rue Pablo Neruda
92020 NANTERRE CEDEX

304 187 701 RCS NANTERRE
Your reference: 4009791
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(1997 B 05108)

[official stamp]:
COMMERCIAL COURT
CLERK'S OFFICE

This Extract (Certificate of Incorporation)

REGISTRATION IN THE TRADE AND COMPANIES REGISTER
Extract dated 01 June 2004

Secondary Establishment

*Clerk's office of LYONS (6901)
Secondary Establishment*

Management number 1975 B 00862

*Clerk's office of ANNECY (TOI) (7451)
Secondary Establishment*

Management number 1980 B 00266

*Clerk's office of PARIS (7501)
Secondary Establishment*

Management number 1973 B 07449

*Clerk's office of ROUEN (7608)
Secondary Establishment*

Management number 1980 B 00292

*Clerk's office of VERSAILLES (7803)
Secondary Establishment*

Management number 2000 B 02766

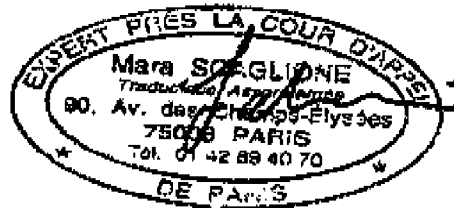
Extract issued at NANTERRE, on 02 June 2004 on 3 pages

The Clerk of the Court

(signature)

End of the extract

Certifié conforme à l'original
N° d'inscription : 04-1162-R
Écrit en langue : française
Date : 14/06/2004



THE ORIGINAL ISSUED BY THE CLERK OF THE COMMERCIAL COURT IS DRAWN UP ON WOVE PAPER