

Form PTO-1504
1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

FOOTWEAR SOURCING USA, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware Limited Liability Company

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

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

Name: CARESSA FOOTWEAR USA, LLC

Address: 3333 New Hyde Park Road,
New Hyde Park, New York 11042

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

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)

Additional name(s) & addresses attached? Yes No

3. Nature of conveyance:

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

Execution Date: May 7, 2004

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s).
SEE ATTACHED

Additional Numbers attached? Yes No

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

Name: Tamar Niv Bessinger

Internal Address: Fross Zelnick Lehrman & Zissu, P.C.

Street Address: 866 United Nations Plaza

City: New York State: NY Zip: 10017

Tel: (212)813-5900; Fax: (212)813-5901

6. Total number of applications and registration involved:.....31

7. Total fee (37 CFR 3.41) \$ 790.00

Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:

23-0825; Docket No. FASD - 0420457

(Attach duplicate copy of this page if paying by deposit account)

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.

Tamar Niv Bessinger
Name of Person Signing

Tamar Niv Bessinger
Signature

August 16, 2004
Date

Total number of pages comprising cover sheet: _____

CH \$790.00 230825 1228660

Schedule of Trademarks

Owner	Trademark	Country	Application No.	Registration No.	Registration Date	Classes	Status
Footwear Sourcing USA, LLC	ALLURE	United States of America	73/311516	1228560	Feb 22 1983	25	Registered
Footwear Sourcing USA, LLC	ALLURE and Design	United States of America	73/694138	1495917	Jul 12 1988	25	Registered
Footwear Sourcing USA, LLC	CARESSA	United States of America	72/025691	665773	Aug 12 1958	39	Registered
Footwear Sourcing USA, LLC	CARESSA	United States of America	73/541006	1393256	May 13 1986	18	Registered
Footwear Sourcing USA, LLC	CARESSA and Design	United States of America	73/694139	1510196	Oct 25 1988	25	Registered
Footwear Sourcing USA, LLC	CARESSA EAST	United States of America	74/154002	1734924	Nov 24 1992	25	Registered
Footwear Sourcing USA, LLC	CARESSA PRESTIGE	United States of America	73/601516	1437385	Apr 21 1987	25	Registered
Footwear Sourcing USA, LLC	CARESSABLES	United States of America	74/617102	1937321	Nov 21 1995	25	Registered
Footwear Sourcing USA, LLC	CARESSABLES BY CARESSA	United States of America	72/176490	771516	Jun 16 1984	39	Registered
Footwear Sourcing USA, LLC	CARINA	United States of America	73/466939	132085	Feb 19 1985	25	Registered
Footwear Sourcing USA, LLC	CARIOCA and Design	United States of America	73/541009	1377374	Jan 7 1986	25	Registered
Footwear Sourcing USA, LLC	CARIOCAI	United States of America	72/230508	818316	Nov 8 1986	25	Registered
Footwear Sourcing USA, LLC	COMFORT CONSTRUCTION	United States of America	74/169534	1818492	Jan 25 1994	25	Registered
Footwear Sourcing USA, LLC	CROSSTOWN	United States of America	74/028624	1649544	Jul 2 1991	25	Registered
Footwear Sourcing USA, LLC	ELEGANZA	United States of America	72/136880	775869	Aug 25 1964	25	Registered

Footwear Sourcing USA, LLC	JUDITH LESLEY	United States of America	73/767551	1559928	Oct 10 1989	25	Registered
Footwear Sourcing USA, LLC	KATHERINE HALL	United States of America	73/767550	1559927	Oct 10 1989	25	Registered
Footwear Sourcing USA, LLC	METRO and Design	United States of America	73/541003	1460115	Oct 6 1987	25	Registered
Footwear Sourcing USA, LLC	Mushroom Design	United States of America	73/062531	1081789	Jan 10 1998	25	Registered
Footwear Sourcing USA, LLC	MUSHROOMS	United States of America	73/435484	1282610	Jun 19 1984	25	Registered
Footwear Sourcing USA, LLC	MUSHROOMS	United States of America	75/192307	2079455	Jul 15 1997	25	Registered
Footwear Sourcing USA, LLC	MUSHROOMS & Design	United States of America	73/422301	1306051	Nov 20 1984	25	Registered
Footwear Sourcing USA, LLC	MUSHROOMS and Design	United States of America	73/435393	1294406	Sep 11 1984	25	Registered
Footwear Sourcing USA, LLC	MUSHROOMS LITES & Design	United States of America	76/530549	2864590	Jul 20 2004	25	Registered
Footwear Sourcing USA, LLC	PHILIPPE BOTTIER	United States of America	72/187472	783702	Jan 19 1965	25	Registered
Footwear Sourcing USA, LLC	PRESTIGE	United States of America	73/738020	1608311	Jul 5 1988	25	Registered
Footwear Sourcing USA, LLC	PROTEGE	United States of America	73/802129	1576511	Dec 12 1989	25	Registered
Footwear Sourcing USA, LLC	S.R.O.	United States of America	72/271340	851495	Jun 25 1988	25	Registered
Footwear Sourcing USA, LLC	S.R.O.	United States of America	73/541005	1370160	Nov 12 1985	18	Registered
Footwear Sourcing USA, LLC	SRO STANDING ROOM ONLY and Design	United States of America	73/541007	1377373	Jan 7 1986	25	Registered
Footwear Sourcing USA, LLC	ULTIMA SERIES	United States of America	75/764053	2434264	Mar 6 2001	25	Registered

TM- Administrator - PB

IPPO WebTMS: printed May 4 2004 3:51:40 PM

I:\PBOISSON\FOTW\040430-0418998 FOTW schedule of TM-3.doc

**SUPPORTING DOCUMENTATION
FOR TRADEMARK CHANGE OF
NAME IS**

NO LONGER REQUIRED

UNDER THE

TRADEMARK LAW TREATY ACT

EFFECTIVE

OCTOBER 30, 1999