

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EBEL SA		06/22/2004	CORPORATION: SWITZERLAND

RECEIVING PARTY DATA

Name:	MGI LUXURY GROUP SA
Street Address:	Nidaugasse 35
City:	2502 Biel
State/Country:	SWITZERLAND
Entity Type:	CORPORATION: SWITZERLAND

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Serial Number:	78273834	1911
Registration Number:	1370055	BELUGA
Serial Number:	76273631	CLASSIC WAVE
Registration Number:	1381260	DISCOVERY
Registration Number:	833650	EBEL
Registration Number:	2540808	EBEL
Registration Number:	2360853	EBEL
Registration Number:	1655257	EBEL
Registration Number:	1247027	EBEL
Registration Number:	1458244	EBEL THE ARCHITECTS OF TIME
Serial Number:	76566281	EBEL
Registration Number:	1355253	EE
Serial Number:	74151809	LICHINE
Registration Number:	2345191	SATYA
Serial Number:	76486001	TAHAA
Serial Number:	76486004	TARAWA

CH \$515.00 78273834

Registration Number:	2428893	TYPE E
Serial Number:	76486003	VANUA
Registration Number:	1557864	VOYAGER
Registration Number:	2475372	TIMESCAPE

CORRESPONDENCE DATA

Fax Number: (215)655-2183
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 215.994.2183
Email: glenn.gundersen@dechert.com
Correspondent Name: Dechert LLP
Address Line 1: 4000 Bell Atlantic Tower
Address Line 2: 1717 Arch Street
Address Line 4: Philadelphia, PENNSYLVANIA 19103-2793

ATTORNEY DOCKET NUMBER: 287418

DOMESTIC REPRESENTATIVE

Name: Glenn A. Gundersen
Address Line 1: 4000 Bell Atlantic Tower
Address Line 2: 1717 Arch Street
Address Line 4: Philadelphia, PENNSYLVANIA 19103-2793

NAME OF SUBMITTER: Glenn A. Gundersen

Total Attachments: 11
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ATTACHMENT**1****COMMERCIAL REGISTER OF THE CANTON OF NEUCHÂTEL****This extract may contain cancellations****REGISTER'S EXTRACT**

Carry-over from June 19, 1997

Ref number : 20467/1934

Fed number : CH-645-1002345-4

EBEL SAregistered on August 10, 1934
corporation

Ref	Company name
1	Ebel S.A.
Registered office	
1	La-Chaux-de-Fonds
Address	
1	113, rue de la Paix
Date of the Articles of Incorporation	
1	02.08.1934 28.06.1995 7 24.10.2000
Purpose, notes	
1	<u>Purpose</u>
1	Manufacturing, import, export, representation, distribution and brokerage of products and goods for watches, jewellery, precious stones, glasses, lenses, perfumery, cosmetic, fashion goods, shoes, leather goods, travel goods, lighter, pens and electronic devices. Shall assume participations, acquire estates, pledge or sell them.
1	<u>Board</u>
	One or more members
19	Merger's contract executed on December 29, 1992 between Ebel SA and "Cristalor SA" in La-Chaux-de-Fonds. In accordance with this agreement Ebel SA is taking over the assets and the liabilities of "Cristalor SA", by universal succession, with retroactive effect on October 31, 1992 under the provisions of Art 748 of the Swiss Obligation's Code and according to the balance-sheet dated October 31, 1992. Assets are amounting CHF 43'119'226 and liabilities are amounting CHF 12'598'403, namely net assets are amounting CHF 30'520'823. This cession accepted for the amount of CHF 30'520'823 is taking place in the form of a total compensation between the participation of the incorporating and the incorporated company, without a taking over of the shares.

TRADEMARK**REEL: 002934 FRAME: 0210**

1	<p>Merger's contract executed on December 29, 1992 between Ebel SA and "Prosperitas SA" in La-Chaux-de-Fonds. In accordance with this agreement Ebel SA is taking over the assets and the liabilities of "Prosperitas SA", by universal succession, with retroactive effect on October 31, 1992 under the provisions of Art 748 of the Swiss Obligation's Code and according to the balance-sheet dated October 31, 1992. Assets are amounting CHF 4'298'403 and liabilities are amounting CHF 3'747'562, namely net assets are amounting CHF 550'841. This transfer accepted for the amount of CHF 550'841 is taking place in the form of a total compensation between the participation of the incorporating and the incorporated company, without a taking over of the shares.</p>
19	<p>The company is dissolved without liquidation on merger, according to Art 748 of the Swiss Obligation's Code as the company "MGI Luxury Group S.A" in Biel is taking over its assets and liabilities.</p>
Publications – communications to shareholders	
1	FOSC (Swiss Official Gazette of Commerce)



Ref	Share-capital		
	Nominal capital	Called-up capital	Shares
1	CHF 20'000'000	CHF 20'000'000	<p>20'000 registered shares of CHF 1'000, transferable with restriction according to the articles of incorporation.</p>
11	CHF 20'000'000	CHF 20'000'000	<p>Share capital reduced due to losses amounting CHF 98'091'600 and reductions four times in a row from CHF 200'000'000 to CHF 200, and brought forward simultaneously to the initial amount and reduce for the last time from CHF 20'000'000 to CHF 1'907'600 and then brought forward simultaneously to CHF 20'000'000.</p> <p>Share-capital is divided into 20'000 registered shares of CHF 1'000 transferable with restriction according to the articles of incorporation.</p>

Administration, auditors, people having power to sign					
Ref	Change	Deletion	Personal details	Function	Type of signature
1		3	Soldatos Paul, US citizen, domiciled in London, GB	Director chairman	Joint signature
1		4	Kuth Johannes, citizen of Germany, domiciled in London, GB	Director vice-chairman	Joint signature
1		m3	Arabian Sandro, citizen of Geneva, domiciled in Vaduz, FL	Director, secretary and managing director	Joint signature
1		3	Blum Pierre Alain, citizen of Buttes, domiciled in Neuchâtel	Director and managing director	Joint signature
1		6	Balzli William, citizen of Vechigen, domiciled in Veyrier	director	Joint signature
1		m6	Haquet Pierre, citizen of France, domiciled in Le Vesinet, F	director	Joint signature
1		6	Mumenthaler Beat, citizen of Langenthal, domiciled in Geneva	director	Joint signature
1		6	Peter Wolfgang, citizen of Cully, domiciled in Geneva	director	Joint signature
1		4	Stelmann Thomas, citizen of Grosshöchstetten domiciled in Pully	director	Joint signature
1		m2	« Société Fiduciaire Suisse Coopers & Lybrand SA » Geneva Branch	Auditors	
1		3	Girardet François, citizen of Bettens, domiciled in Neuchâtel	manager	Joint signature
1		3	Perret Louis Charles, citizen of	manager	Joint signature

			La Sagne, domiciled in Saint-Imier		
1			3 Ducommun Arlette, citizen of La-Chaux-de-Fonds, domiciled in Sauges, Saint-Aubin-Sauges		Joint-procuration
1			3 Frésard Marc, citizen of Noirmont, domiciled in La-Chaux-de-Fonds		Joint-procuration
1			3 Steiger Renée, citizen of Bloisbach, domiciled in La-Chaux-de-Fonds		Joint-procuration
	2		5 «STG Coopers & Lybrand SA» Geneva Branch	Auditors	
3			6 Bryan Nicholas, citizen of Great Britain, domiciled in Sunningdale	Director chairman	Joint-signature
	3		6 Arabian Sandro, citizen of Geneva, domiciled in Monaco, MG	Director, secretary and managing director	Joint-signature
3			4 Reynard Tony, citizen of Savièse, domiciled in Geneva	director	Joint-signature
3			18 Ducommun Robert, citizen of La-Loche, domiciled in Fontainemelon	manager	Joint-signature
3			14 Finaz Bruno, citizen of France, domiciled in Hauterive (NE)	manager	Joint-signature
3			6 Magada Aldo, citizen of Morges, domiciled in Yverdon-les-Bains	manager	Joint-signature
3			6 Paracciani Carlo, citizen of Italy, domiciled in Auvornier	manager	Joint-signature
3			Juillet Joseph, citizen of Chalais, domiciled in La-		Joint-procuration

		Chaux-de-Fonds		
4	6	de Boysson Tristan Marie Henri, citizen of France, domiciled in London, GB	director	Joint signature
4	6	Gunter Pierre Yves, citizen of Thoiry, domiciled in Geneva	director	Joint signature
4	6	Legler Thomas, citizen of Diesbach (GL), domiciled in Geneva	director	Joint signature
5	6	« PricewaterhouseCoopers SA », Geneva Branch	Auditors	
6	10	Haquet Pierre, citizen of France, domiciled in Le Vesinet	Director chairman	Joint signature
6	18	Isler Manuel, citizen of Zurich, domiciled in Veyrier	Director secretary	Joint signature
6	18	Trembley Pierre Michel, citizen of Geneva, domiciled in Geneva	director	Joint signature
6	m9	« ATAG Ernst & Young SA », Geneva Branch	auditors	
6	m10	Brochard Guillaume, citizen of France, domiciled in Geneva	director chairman	Joint signature
6		Gauderlot Xavier, citizen of France, domiciled in Saint Nom La Breteche, FR	manager	Joint signature
6		Steiner Yvan, citizen of Herzogenbuchsee, domiciled in Saint-Imier	manager	Joint signature
8	12	Nieto Michel, citizen of Spain, domiciled in Concise	manager	Joint signature
9	18	« Ernst & Young SA », Lancy Branch	auditors	
10	17	Brochard Guillaume, citizen of	director president	

		France, domiciled in Geneva	and CEO	
10	13	Schorah George, citizen of Great Britain, domiciled in La-Chaux-de-Fonds	manager	Joint signature
12		Steiner Paul-André, citizen of La-Côte-aux-Fées, domiciled in La-Chaux-de-Fonds	manager	Joint signature
15	16	Azzouzi Abbas, citizen of France, domiciled in La-Chaux-de-Fonds	manager	Joint signature
15		Michel-Amadry Marc, citizen of Saint-Imier, domiciled in La-Chaux-de-Fonds	manager	Joint signature
16	18	Mousselon Michel, citizen of France, domiciled in Marin-Epagnier	manager	Joint signature
17	18	Pascal Philippe, citizen of France, domiciled in Paris, F	director chairman	Joint signature
18		Burki Kurt, citizen of Biberist, domiciled in Grenchen	director chairman	Joint signature
18		Coté Richard Jules, US citizen, domiciled in Saddle River, NJ, USA	director vice chairman and managing director	Joint signature
18		Kernen Jean-Philippe, citizen of Reutigen, domiciled in La-Chaux-de-Fonds	director secretary	Joint signature
18		« PricewaterhouseCoopers SA », Pully branch	auditors	Joint signature
18		Schlegel Benedikt, citizen of Basel, domiciled in Biel	manager	Joint signature

Ref.	Journal		FOSC publication		Page
	Number	Date	Date		
	report				
1	396	22.09.1995	05.10.1995	5506	
2	1251	23.06.1997	09.07.1997	4827	
3	139	16.01.1998	29.01.1998	699	
4	2100	12.07.1999	26.07.1999	5084	
5	3257	13.12.1999	17.12.1999	8573	
6	2328	22.09.2000	28.09.2000	6648	
7	2735	14.11.2000	20.11.2000	7878	
8	149	22.01.2001	26.01.2001	646	
9	2202	01.10.2001	05.10.2001	7760	
10	2836	07.12.2001	13.12.2001	9820	
11	2949	19.12.2001	28.12.2001	10270	
12	969	18.04.2002	24.04.2002	8	
13	2824	07.10.2002	11.10.2002	7	
14	3518	27.12.2002	07.01.2003	11	
15	557	03.03.2003	07.03.2003	10	
16	1677	07.07.2003	11.07.2003	9	
17	2423	08.10.2003	14.10.2003	7	
18	634	08.03.2004	12.03.2004	8	
19	1584	28.06.2004	02.07.2004	13	

The registration has not been published but is approved by the federal office of commercial register

ATTACHMENT

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1

Commercial register of bern Jura -Seeland - Main Register

Company Number	Legal status	Entry (En)	Deletion (De)	Carried over 7123	Page
CH -073.3.000.478-7	Limited	08.09.1970		from : 073.3.000.478-7/a To :	1

All entries

En	De	Company	Ref	Registered office
1		Concord Watch Co. SA	1	Biel BE
1	5	(Concord Watch Corporation Ltd.)		
5		Concord Watch Company S.A.		
5	9	(Concord Watch Company AG) (Concord Watch Company Ltd.)		
9		MGI Luxury Group S.A.		
9		(MGI Luxury Group AG) (MGI Luxury Group Ltd)		

Ref	Share capital (CHF)	Called-up capital (CHF)	Shares	Ref	Address
1	85'000,-	85'000,-	8'500 transferable shares of CHF 100	1	Nidaugasse 35 2502 Biel/Bienne

En	De	Purpose
1	9	Manufacturing and trade in the field of watch industry. Shall also exercise registered rights and processes and administer participations and estates
9		Manufacturing and trade of products of the watch industry and other products. The company shall also exercise registered rights and Know-How, administer participations or estates and manufacture Products and have Products manufactured within the framework of its purpose.

En	De	Notes	Ref	By-laws date
1		Acquisition after merger : assets and liabilities of Convado SA, in La-Chaux-de-Fonds according to Art 748 of the Obligation's Code. As the acquiring company is the owner of all the shares of the dissolved company, there is no increase of the share capital.	1	25.06.1970
			1	25.11.1970
			1	21.05.1971
			1	08.06.1973
			1	22.06.1994
			5	04.07.2001
			9	17.06.2004
10		Merger according to Art 748 Obligation's Code based on Merger's Agreement with Ebel, in La-Chaux-de-Fonds, dated 22.06.2004 and Merger's balance-sheet dated 29.02.2004. The assets of Ebel, amounting CHF 72'855'208, and its liabilities, amounting CHF 22'335'546, are transferred to MGI Luxury Group Ltd, in Biel, BE. There is no increase of the share capital, as the acquiring company is already the owner of all the shares of the dissolved company.		

Ref	Publication
1	SHAB

In	Ref	Journal no.	Journal date	SHAB	SHAB date	Page
	0		(omitted)		(omitted)	
GM	1	1615	02.09.1998	179	16.09.1998	6401
SH	2	1492	08.09.1999	182	20.09.1999	6425
SH	3	266	12.02.2000	40	25.02.2000	1303
SH	4	482	23.02.2001	44	05.03.2001	1628
ID	5	1692	05.07.2001	132	11.07.2001	5292
SH	6	2383	19.09.2001	185	25.09.2001	7431

In	Ref	Journal no.	Journal date	SHAB	SHAB date	Page
SH	7	742	08.03.2002	51	14.03.2002	4
SH	8	675	03.03.2003	45	07.03.2003	4
SH	9	1620	18.06.2004	12	24.06.2004	4
SH	10	1706	28.06.2004	Federal office of commercial	register's	approval

En	Ch	De	Personal details	Capacity	Type of signature
1			Burki, Kurt, citizen of Biberist, domiciled in Grenchen	Chairman	Joint signature

1	10	Hüssy, Hans Dr, citizen of Safenwil, domiciled in Zumikon	Vice chairman	Joint signature
1	4	Zängerle, Ernst Kurt, citizen of Rorschacherberg, domiciled in Champis (F)	Representative	Joint signature
1	3	Bush, Michale Joseph, US citizen, domiciled in Mountain Lakes, New Jersey (US)	Member	Joint signature
1	2	Rohr, Evan Benjamin, citizen of Huzenschwil, domiciled in Boudry	Director	Joint signature
1	7	Stecic, Zarko, citizen of Grosshöchstetten, domiciled in Chevannes-près Renens	Director	Joint signature
1		Strasser, Florian, citizen of Thundorf, domiciled in Biel, BE	Director	Joint signature
1		Steiger, Heinz, citizen of Humlikon, domiciled in Suberg (Grossaffoltern)	Vice director	Joint signature
1		Dubois, Philippe, citizen of Pully, domiciled in Paudex		Joint signature
1	4	Kurtoglu, Emre, citizen of Lutry, domiciled in Pully		Joint signature
1	7	Winkelmann, Pascal, citizen of Siselen, domiciled in Ins		Joint signature
1	7	Donardo, Franey, citizen of Neuchâtel, domiciled in Goffrane		Joint signature
1	7	Ducheneil, Yves Claude, citizen of Neuchâtel, domiciled in Marin Epagnier		Joint signature
1	7	De Bortoli, Marco, citizen of Düringen and Fribourg, domiciled in Biel, BE		Joint signature
1	7	Tauriello, Pietro, citizen of Italy, domiciled in Courtételle	Auditors	Joint signature
1	6	Révisuisse Price Waterhouse SA, in Lausanne	Auditors	
4		Coté, Rick, US citizen, domiciled in Saddle River, New Jersey (US)	Member	Joint signature
4	8	Samit, Mark, US citizen, domiciled in Bern	Director	Joint signature

4	7	Siddiqi, Richard, US and British citizen, domiciled in Oberbüren	Director	Joint signature
4	7	Séguir, Raphaël, citizen of France, domiciled in Cormondrèche (Corcelles Cormondrèche)	Vice director	Joint signature
4		Zurbriggen, Carmen, citizen of Saas Almagell and Guttet-Feschel, domiciled in Münchenbuchsee		Joint signature
6		PricewaterhouseCoopers SA, in Pully	Auditors	
7		Schlegel, Benedikt, citizen of Basel and Wartau, domiciled in Biel BE	Director	Joint signature
7		Kurtoglu, Emre, citizen of Lutry, domiciled in Pully	Vice director	Joint signature
7		Wehrli, Pierre-Yves, citizen of Geneva and Küttigen, domiciled in Cormondrèche (Corcelles Cormondrèche)	Vice director	Joint signature
8		Philipp, Peter, citizen of Untervaz, domiciled in Untervaz	Director	Joint signature
8		Tosoni, Reto Robert, citizen of Brügg, domiciled in Biel, BE	Vice director	Joint signature
8		Vildeuil, Frank Olivier, citizen of Langnau in Emmenthal, domiciled in Montmollin	Vice director	Joint signature
10		Kernen, Jean-Philippe, citizen of Reutigen, domiciled in La-Chaux-de-Fonds	Vice director	Joint signature

Nidau, 29.06.2004 11 :58

Note : This extract is only valid if accompanied by the original certification opposite.

It contains all entries currently valid for this company and any entries deleted since 02.09.1998.

This extract is issued before the publication in SHAB and after approval of the last registration by the Federal Office of Commercial Register.