

09/16/2004
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Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Jones Investment Co.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) Delaware

Execution Date(s) 8/28/2003

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other: Please refer to attached page
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: L-7 Designs, Inc

Internal Address:

Address:

Street Address: 103 E. Main Street-Suite 5

City: Llano

State: TX

Country: USA zip: 78643

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship _____
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. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

78140702

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Dara L. Onofrio, Esq.

Internal Address: Onofrio Law

Street Address: 1133 Broadway
Suite 1600

City: New York

State: NY Zip: 10010

Phone Number: (212) 871-6112

Fax Number: (212) 871-6113

Email Address: dara@onofriolaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 50-1541

Authorized User Name Dara L. Onofrio

9. Signature:

Dara L. Onofrio
Signature

Sept 15 2004
Date

Dara L. Onofrio
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 8

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 501541 78140702

Attached Page (#3 from Cover Sheet)

* Original recorded Assignment at
Reel/Frame 002912/0631 with
Corrected Serial Number: 78140702.
(Erroneous serial Number: 76140702)

02-13-2004

L-7 Designs, Inc.

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings



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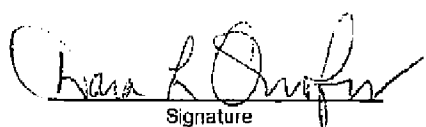
U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies): <u>2-5-04</u> Jones Investment Co.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other <u>Delaware</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>L-7 Designs, Inc.</u> Internal Address: _____ Street Address: <u>103 E. Main Street- Suite 5</u> City: <u>Llano</u> State: <u>TX</u> Zip: <u>78643</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Texas</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>8-28-2003</u></p>	<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ (see Schedule A) B. Trademark Registration No.(s) _____</p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Dara L. Onofrio, Esq.</u> Internal Address: <u>Onofrio Law</u> _____ Street Address: <u>1133 Broadway - Suite 1600</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10010</u></p>	<p>6. Total number of applications and registrations involved: <u>8</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>320.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>50-1541</u></p>

DO NOT USE THIS SPACE

9. Signature.

Dara L. Onofrio  February 3, 2004
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

02/13/2004 EDOOPER 00000011 501541 1758954
01 FC:8521 40.00 BA
02 FC:8522 175.00 BA

Documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK ASSIGNMENT - U.S.A.

WHEREAS, JONES INVESTMENT CO., a Delaware corporation with a place of business at 200 West Ninth Street Plaza, Suite 700, Wilmington, Delaware 19801 (hereinafter "ASSIGNOR"), is the owner of all right, title and interest in and to certain trademarks, including the trademark registrations and applications for registration thereof and the common law rights pertaining thereto (hereinafter the "MARKS"), identified in Schedule A hereto, and incorporated herein by reference, and is the owner of the goodwill of the business symbolized by the MARKS and connected with the use thereof; and

WHEREAS, L-7 DESIGNS, INC., a Texas corporation with a place of business at 103 E. Main, Suite 5, Llano, Texas 78643 (hereinafter "ASSIGNEE"), is desirous of acquiring all of ASSIGNOR's right, title and interest in and to the MARKS, together with the applications therefor and registrations thereof and the goodwill of the business symbolized thereby;

NOW, THEREFORE, in consideration of the foregoing premises and the mutual promises set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. ASSIGNOR hereby does assign, transfer and convey, effective as of the date hereof, to ASSIGNEE, its successors, legal representatives and assigns, all of ASSIGNOR's right, title, and interest in and to the MARKS (including, without limitation, the United States trademark applications and registrations therefor and all other registrations and applications for registration of the MARKS in all jurisdictions), together with the goodwill of that portion of ASSIGNOR'S business symbolized thereby, including without limitation, the right to petition, sue or otherwise seek and recover damages, profits and any other remedy (monetary, injunctive, declaratory or other), for any past, present or future infringement, dilution, conversion or misappropriation of, or other injury, offense, violation, breach of duty or wrong relating to the MARKS.

2. ASSIGNOR agrees that it will execute and deliver, or cause to be executed and delivered, to ASSIGNEE or ASSIGNEE's legal representatives, any other or additional assignments, documents, certificates, powers or other writings, and take all additional actions, as may be necessary to transfer the MARKS to ASSIGNEE, to effectuate and validate this Assignment, to record this Assignment of the MARKS to ASSIGNEE with the United States Patent and Trademark Office, under the relevant laws of the United States.

NY:801735.2

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of this 28th day of August, 2003.

JONES INVESTMENT CO. INC.

By: Robin Mandell

Name: Robin Mandell

Title: Assistant Treasurer

SEAL

State of DELAWARE
County of NEW CASTLE)^{SS}

On this 28th day of August, 2003, before me personally appeared Robin Mandell to me personally known, who being duly sworn, did say that he/she is the Assistant Treasurer of JONES INVESTMENT CO. INC. and that he/she duly executed the foregoing instrument for and on behalf of JONES INVESTMENT CO. INC., being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Kathy Lee Fesler
Notary Public

KATHY LEE FESLER
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires 8/25/06

SCHEDULE A

U.S.A.

TRADEMARK	REGISTRATION NO.
TIMES SEVEN 7 TODD OLDHAM and Design	1,756,954
TO2 TODD OLDHAM JEANS & Design	2,345,812
TODD OLDHAM	1,761,463
TODD OLDHAM	2,001,962
TODD OLDHAM and Design	1,792,677

TRADEMARK	APPLICATION NO.
ENJOY JEANS PLEASE	78/140,702 78/140,702
PLEASE ENJOY	78/140,711
TO2 TODD OLDHAM JEANS and Design	78/170,553

Corrected App. No.