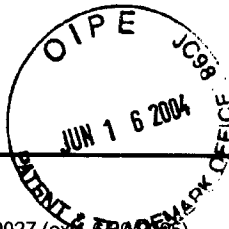


6/16/04



06-21-2004

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/05)

REI

1

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

Tab settings ⇨ ⇨ ⇨ ▼ ▼ ▼

102771498

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

1. Name of conveying party(ies):

Paper, Denim and Cloth, LLC

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☒ Other limited liability company

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

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: May 21, 2004

2. Name and address of receiving party(ies)

Name: MUDD (USA) LLC

Internal

Address: _____

Street Address: 1407 BroadwayCity: New York State: NY Zip: 10018

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☐ Corporation-State _____
☒ Other 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) & address(es) attached? ☐ Yes ☒ No

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

A. Trademark Application No.(s) 76/271289B. Trademark Registration No.(s) 2776750Additional number(s) attached ☒ Yes ☐ No

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

Name: Paul Booth

Internal Address: _____

Street Address: 1666 K Street, N.W.Suite 300City: Washington State: DC Zip: 20006

6. Total number of applications and registrations involved: _____

28

7. Total fee (37 CFR 3.41).....\$ 715.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

08-1641

DO NOT USE THIS SPACE

9. Signature.

Paul M. Booth, Reg. No. 40,244

Name of Person Signing

Signature

June 16, 2004
 Date
Total number of pages including cover sheet, attachments, and document: 14

06/18/2004 LMUELLER 00000160 76271289

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

01 FC:8521
 02 FC:8522

40.00 OP
 675.00 OP

TRADEMARK
 REEL: 002993 FRAME: 0677

Continuation of Item 4 to Trademark Recordation Form

Additional Trademarks to be Recorded

Item 4A. Trademark Application Nos.

| | | | | |
|-----------|-----------|-----------|-----------|-----------|
| 78/383913 | 78/381913 | 78/397976 | 76/398679 | 76/372631 |
| 76/226616 | 78/309162 | 78/380013 | 78/309199 | 78/366772 |
| 76/243600 | 76/150669 | 78/268779 | 76/336293 | 76/338060 |
| 78/140781 | | | | |

Item 4B. Trademark Registration Nos.

| | | | | |
|---------|---------|---------|---------|---------|
| 2686842 | 1992148 | 2537262 | 2397457 | 2770147 |
| 2748577 | 2754312 | 2741923 | 2257203 | 2767674 |

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("*Assignment*") is made and entered into this 21st day of May, 2004, by Paper, Denim and Cloth, LLC (formerly known as MUDD, LLC), a New York limited liability company ("*Seller*"), in favor of MUDD (USA) LLC, a Delaware limited liability company ("*Buyer*"). All capitalized terms not otherwise defined herein shall, unless the context otherwise requires, have the meaning ascribed to them in the Asset Contribution and Membership Interest/Stock Purchase Agreement dated May 21, 2004, to which the Buyer and the Seller are parties (the "*Contribution Agreement*").

RECITALS

Pursuant to the terms and conditions of the Contribution Agreement, the Seller has agreed to sell, transfer and assign to the Buyer certain of the Seller's assets and properties, including certain intellectual property of Seller and the MUDD Business to which such intellectual property pertains, in partial consideration for the Purchase Consideration and the assumption of the Assumed Liabilities.

The Seller owns all right, title and interest in and to the trademarks, service marks, trade names, designs; logos and slogans set forth in Exhibit A attached hereto, including all common law rights and the goodwill symbolized by any of the foregoing, and all applications and registrations related to the foregoing (the "*Assigned Trademarks*").

NOW, THEREFORE, in consideration of the foregoing premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. The Seller does hereby sell, convey, assign, transfer and deliver to the Buyer, its successors and assigns, all of its right, title and interest in and to the Assigned Trademarks throughout the world, including all common law rights connected therewith, the MUDD Business to which the Assigned Trademarks pertain, which MUDD Business is ongoing and existing, and the goodwill of the MUDD Business relating to the goods and services in respect of which the Assigned Trademarks are used and/or registered, including without limitation, (a) the registrations of and applications for the Assigned Trademarks, (b) any and all renewals, reversions and extensions, for the Buyer's own use and enjoyment, and for the use and enjoyment of the Buyer's successors and assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by the Seller if this Assignment had not been made, and (c) the right to sue and recover for, and the right to profits or damages due or accrued, arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Assigned Trademarks or the registration thereof or such associated goodwill.

2. The Seller agrees to execute and deliver without further consideration any further applications, assignments or other documents and to perform such other lawful acts as the Buyer and its successors and assigns may deem reasonably necessary to fully secure, maintain and enforce their rights, title or interest as specified hereunder.

3. The Seller hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States to issue the same to Buyer and its successors, assigns and other legal representatives in accordance with the terms of this instrument.

6. Nothing expressed or implied in this Assignment is intended to confer upon any person, other than the parties hereto and their respective successors and assigns, any rights, remedies, obligations or liabilities under or by reason of this Assignment.

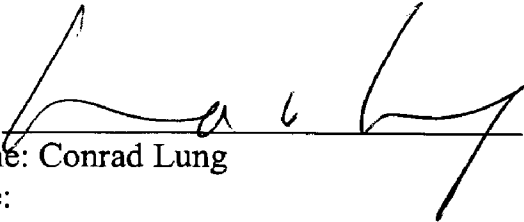
7. This Assignment is executed pursuant to the Contribution Agreement and is entitled to the benefits thereof and shall be binding upon and inure to the benefit of the Seller and the Buyer and their respective successors and assigns.

8. In the event that any provision of this Assignment is construed to conflict with, or be in addition to or in derogation of a provision of the Contribution Agreement, the provision in the Contribution Agreement shall be deemed controlling. This Assignment shall be construed and enforced in accordance with the laws of the State of New York, regardless of the laws that might otherwise govern under applicable principles of conflicts laws thereof.

9. This Assignment may be executed in one or more counterparts, each of which shall be deemed an original but all of which together will constitute one and the same instrument.

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed on the day and year first above written.

MUDD (USA) LLC

By: 
Name: Conrad Lung
Title:

PAPER, DENIM AND CLOTH, LLC

By: _____
Name: Richard Gilbert
Title:


(Signature Page To Trademark Assignment)

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed on the day and year first above written.

MUDD (USA) LLC

By: _____
Name: Conrad Lung
Title:

PAPER, DENIM AND CLOTH, LLC

By:  _____
Name: Richard Gilbert
Title:

(Signature Page To Trademark Assignment)

Exhibit A

BABY MUDD
MUDD, L.L.C.

UNITED STATES
Trademark
App. Pending

APP No: 76/271289

06/14/01

Class: INT 18

our ref: 867,214

Goods: Backpacks, tote bags, diaper bags, baby carriers worn on the body, hand bags, beach bags.

-----Claims intent to use.

-----Parent application of Child application; AFID No. 869050.

BABY MUDD
MUDD, L.L.C.

UNITED STATES
Trademark
Registered

REG No: 2776750

10/21/03

Renewal Due: 10/21/13

APP No: 76/975706

06/14/01

USE AFF. DUE 10/21/09

Class: INT 25

our ref: 869,050

Goods: babies and children's clothing, namely, jeans, pants, shorts, shirts, t-shirts, sweatshirts, sweat pants, sweaters, jackets, coats, hats, socks, swimwear, dresses, skirts, shoes, underwear, undershirts, pajamas, nightgowns, cloth bibs, cloth diapers, sleepers

-----First use and in commerce January 2002

-----Owner of United States Reg. nos. 1992148 and 2397457

-----Disclaimer: No claim is made to the exclusive use of "Baby", apart from the mark.

-----Child application of Parent application No. 76/271289; AFID No. 867214.

COUTURE (STYLIZED)
MUDD, LLC

UNITED STATES
Trademark
App. Pending

APP No: 78/383913

03/13/04

Classes: INT 9, 14, 18, 25

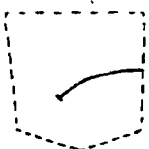
our ref: 869,882

Goods: Eyeglasses, eyeglass frames and sunglasses in class 9; Watches, jewelry in class 14; Leather goods, namely, wallets, card cases, backpacks, luggage, tote bags, cosmetics cases sold empty in class 18; Athletic shoes, shoes, boots, sandals, hosiery, jackets, coats, swimwear, sweat suits, sweatpants, shorts, t-shirts, warm up suits, jeans, skirts, shirts, pants, panties, bras, camisoles, hats, socks and clothing, belts in class 25.

-----Claims intent to use.

COUTURE

TRADEMARK REPORT



COUTURE POCKET STITCHING DESIGN
MUDD, LLC

UNITED STATES
Trademark
App. Pending

APP No: 78/381913

03/10/04

Class: INT

25

Goods: Jeans.

our ref: 869,881



COUTURE SMILE DESIGN
MUDD, LLC

UNITED STATES
Trademark
App. Pending

APP No: 78/397976

04/07/04

Classes: INT

9, 14, 18, 25

our ref: 869,932

Goods: Eyeglasses, eyeglass frames and sunglasses in class 9; Watches, jewelry in class 14; Leather goods, namely, wallets, card cases, backpacks, luggage, tote bags, cosmetics cases sold empty in class 18; Athletic shoes, shoes, boots, sandals, hosiery, jackets, coats, swimwear, sweat suits, sweatpants, shorts, t-shirts, warm up suits, jeans, skirts, shirts, pants, panties, bras, camisoles, hats, socks and clothing, belts in class 25.

-----Claims intent to use.



HEART, HAND AND FLOWER DESIGN I
MUDD, L.L.C.

UNITED STATES
Trademark
Registered

REG No: 2257203

06/29/99

Renewal Due: 06/29/09

APP No: 75/496759

06/05/98

USE AFF. DUE 06/29/05

Class: INT

25

our ref: 974,968

Goods: Clothing, namely, jeans, shorts, skirts and shirts.



HEART, HAND AND FLOWER DESIGN II
MUDD, L.L.C.

UNITED STATES
Trademark
App. Pending

APP No: 76/398679

04/22/02

Classes: INT

16, 18, 20, 21, 24, 27

our ref: 868,063

Goods: Stationery type portfolio and folders, writing pads and tablets, personal organizers, personal planners, photo albums, identification stickers and tags, cardboard and paper mailing envelopes and paper mailing pouches, adhesive tapes for house hold purposes, glue for household purposes, decals, art pads, art paper, arts and crafts paint kits, pens, pencils, diaries, erasers, felt pens, highlighting pens, pen and pencil holders and cases, memo pads, note books, note cards, note pads, notebook dividers, loose leaf paper, paper clips, paper staplers, paper staples, pocket calendars, drawing rulers, temporary tattoos, art prints, printed art reproductions in class 18; Beach umbrellas in class 18; Chairs, pillows, picture frames, mirrors in class 20; Soap dishes, skin lotion dispensers, toothbrush holders, bathroom tumblers in class 21; Bed sheets, comforters, pillowcases, bed blankets, valences, dust ruffles, towels, shower curtains in class 24; Rugs, wallpaper and wallpaper borders in class 27.

-----Claims intent to use.

TRADEMARK REPORT

HEART, HAND AND FLOWER DESIGN II

UNITED STATES

MUDD, L.L.C.

Trademark
Registered



REG No: 2767674
APP No: 76/327285

09/23/03
10/18/01

Renewal Due: 09/23/13
USE AFF. DUE 09/23/09

Classes: INT

9, 14, 18, 25

our ref: 867,614

Goods: Eyeglasses, eyeglass frames and sunglasses, in class 9; Watches, in class 14; Leather goods, namely wallets, card cases, pocket organizers, backpacks, luggage, tote bags, cosmetics cases sold empty, in class 18; Athletic shoes, shoes, hosiery, jackets, coats, swim wear, sweat suits, sweat pants, shorts, t-shirts, warm up suits, jeans, shirts, skirts, pants, socks and clothing belts, in class 25.
-----First use and in commerce March 1, 2002

M AND DEVICE

UNITED STATES

MUDD, L.L.C.

Trademark
App. Pending



APP No: 76/372631

02/19/02

Classes: INT

18, 25

our ref: 867,854

Goods: Handbags, wallets, purses, totes, backpacks, cosmetics cases sold empty in class 18; Shoes, athletic shoes, boots, sandals, jeans, pants, shorts, shirts, sweaters, tank tops, skirts, jackets, coats, vests, hats, camisoles, bras, panties in class 25.
-----Claims intent to use.

M BY MUDD

UNITED STATES

MUDD, L.L.C.

Trademark
App. Pending

APP No: 76/226616

03/15/01

Classes: INT

18, 25

our ref: 866,938

Goods: Handbags, purses, tote bags, backpacks, cosmetics cases sold empty in class 18; Clothing, namely, jeans, pants, shorts, shirts, t-shirts, sweaters, tank tops, skirts, jackets, coats, vests, camisoles, hats, panties, bras, shoes, boots, sandals in class 25.
-----Claims intent to use.

MMM COUTURE (STYLIZED)

UNITED STATES

MUDD, LLC

Trademark
App. Pending

APP No: 78/309162

10/03/03

Classes: INT

9, 14, 18, 25

our ref: 869,540

Goods: Eyeglasses, eyeglass frames and sunglasses in class 9; Watches, jewelry in class 14; Leather goods, namely, wallets, card cases, backpacks, luggage, tote bags, cosmetics cases sold empty in class 18; Athletic shoes, shoes, boots, sandals, hosiery, jackets, coats, swimwear, sweat suits, sweatpants, shorts, t-shirts, warm up suits, jeans, skirts, shirts, pants, panties, bras, camisoles, hats, socks and clothing, belts in class 25.
-----Claims intent to use.

MMM COUTURE AND DESIGN

UNITED STATES

MUDD, LLC

Trademark
App. Pending



APP No: 78/380013

03/08/04

Classes: INT

9, 14, 18, 25

our ref: 869,857

Goods: Eyeglasses, eyeglass frames and sunglasses in class 9; Watches, jewelry in class 14; Leather goods, namely, wallets, card cases, backpacks, luggage, tote bags, cosmetics cases sold empty in class 18; Athletic shoes, shoes, boots, sandals, hosiery, jackets, coats, swimwear, sweat suits, sweatpants, shorts, t-shirts, warm up suits, jeans, skirts, shirts, pants, panties, bras, camisoles, hats, socks and clothing, belts in class 25.
-----Claims intent to use.

TRADEMARK REPORT

MMM COUTURE AND DESIGN
MUDD, LLC

UNITED STATES
Trademark
App. Pending

MMM
COUTURE

APP No: 78/309199

10/03/03

Classes: INT

9, 14, 18, 25

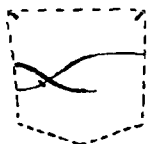
our ref: 869,541

Goods: Eyeglasses, eyeglass frames and sunglasses in class 9; Watches, jewelry in class 14; Leather goods, namely, wallets, card cases, backpacks, luggage, tote bags, cosmetics cases sold empty in class 18; Athletic shoes, shoes, boots, sandals, hosiery, jackets, coats, swimwear, sweat suits, sweatpants, shorts, t-shirts, warm up suits, jeans, skirts, shirts, pants, panties, bras, camisoles, hats, socks and clothing, belts in class 25.

-----Claims intent to use.

MOON WALK POCKET STITCHING
MUDD, LLC

UNITED STATES
Trademark
App. Pending



APP No: 78/366772

02/12/04

Class: INT

25

our ref: 869,815

Goods: Jeans.

-----Claims intent to use.

MUDD
MUDD, L.L.C.

UNITED STATES
Trademark
Registered

REG No: 2686842

02/11/03

Renewal Due: 02/11/13

APP No: 75/410032

12/23/97

USE AFF. DUE 02/11/09

Class: INT

16

our ref: 974,977

Goods: Stationery, date books, personal organizers and calendars.

-----Parent of Child Application.

-----First use and in commerce March 1, 2002

-----Owner of United States Reg. no. 1992148

MUDD
MUDD, L.L.C.

UNITED STATES
Trademark
App. Pending

APP No: 76/243600

04/18/01

Classes: INT

16, 21

our ref: 867,004

Goods: Stationery type portfolios and folders, writing pads and tablets, personal organizers, personal planners, photo albums, identification stickers and tags, cardboard and paper mailing envelopes and paper mailing pouches, adhesive tapes for household purposes, glue for household purposes, decals, art pads, art paper, arts and crafts paint kits, pens, pencils, diaries, erasers, felt pens, highlighting pens, pen and pencil holders and cases, memo pads, note books, note cards, note pads, notebook dividers, loose leaf paper, paper clips, paper staplers, paper staples, pocket calendars, drawing rulers, temporary tattoos, art prints, printed art reproductions in class 16; Picture frames, mirrors in class 20.

-----Claims intent to use.

TRADEMARK REPORT

MUDD

MUDD, L.L.C.

UNITED STATES

Trademark
App. Pending

APP No: 76/150689

10/20/00

Classes: INT

18, 20, 21, 24, 27

our ref: 866,472

Goods: Beach umbrellas, in class 18; chairs, pillows, in class 20; soap dishes, skin lotion dispensers, toothbrush holders, bathroom tumblers, in class 21; bed sheets, comforters, pillowcases, bed blankets, valences, dust ruffles, towels, shower curtains, in class 24; rugs, wallpaper and wallpaper borders, in class 27.

-----Claims intent to use.

MUDD

MUDD, L.L.C.

UNITED STATES

Trademark
Registered

REG No: 1992148

08/06/96

Renewal Due: 08/06/06

APP No: 74/639009

02/27/95

Class: INT

25

our ref: 974,976

Goods: Jeans, overalls, skirts, shirts, shorts, dresses.

-----Sec 8/15 filed and accepted December 14, 2001

MUDD

MUDD, L.L.C.

UNITED STATES

Trademark
Registered

REG No: 2537262

02/05/02

Renewal Due: 02/05/12

APP No: 75/881397

12/23/97

USE AFF. DUE 02/05/08

Classes: INT

9, 14, 18, 25, 26

our ref: 867,315

Goods: Eyeglasses, eyeglass frame and sunglasses, in class 9;

-----First use and in commerce June 25, 1999

Costume jewelry, watches, in class 14

-----First use and in commerce June 16, 1999

Leather goods, namely wallets, card cases, pocket organizers, backpacks, luggage, tote bags, cosmetics cases sold empty, in class 18

-----First use and in commerce December 3, 1998

Athletic shoes, shoes, hosiery, jackets, coats, swim wear, sweat suits, sweat pants, shorts, t-shirts, warm up suits, socks and clothing belts, in class 25

-----First use and in commerce July 20, 1998

Hair bows, hair ornaments, hair pins and hair bands, in class 26.

-----First use and in commerce June 16, 1999

-----Owner of United States Reg. no. 1992148

-----Child of Parent Application Ser. No. 75/410032.

MUDD (STYLIZED)

MUDD, L.L.C.

UNITED STATES

Trademark
Registered

Mudd

REG No: 2397457

10/24/00

Renewal Due: 10/24/10

APP No: 75/737361

06/25/99

USE AFF. DUE 10/24/06

Classes: INT

9, 14, 18, 25, 26

our ref: 974,981

Goods: sunglasses, in class 9; costume jewelry, watches, in class 14 leather goods, namely wallets, credit card cases, and business card cases; backpacks, tote bags, cosmetics cases sold empty, in class 18, shoes, hosiery, jackets, sweat suits, sweat pants, shorts, t-shirts, warm up suits, socks, clothing belts, jeans, in class 25; hair bows, hair ornaments, hair pins and hair bands, in class 26

-----First use and in commerce April 1999.

-----Owner of United States Reg. no. 1992148

TRADEMARK REPORT

MUDD CLUB
MUDD, LLC

UNITED STATES
Trademark
App. Pending

APP No: 78/268779

06/30/03

Classes: INT

9, 14, 16, 18, 25, 26

our ref: 869,314

Goods: Eyeglasses, eyeglass frames and sunglasses in class 9; Costume jewelry, watches in class 14; Stationery, date books, personal pocket organizers, calendars in class 16; Leather goods, namely, wallets, business card cases, credit card cases, backpacks, luggage, tote bags, cosmetics cases sold empty in class 18; Athletic shoes, shoes, hosiery, jackets, coats, swimwear, sweat suits, sweatpants, shorts, t-shirts, warm up suits, socks, clothing belts, jeans, overalls, skirts, shirts, shorts, dresses in class 25; Hair bows, hair ornaments, hair pins and hair bands in class 26.
-----Claims intent to use.

MUDD SPORT
MUDD, L.L.C.

UNITED STATES
Trademark
Registered

REG No: 2770147

09/30/03

Renewal Due: 09/30/13

APP No: 76/411895

05/24/02

USE AFF. DUE 09/30/09

Class: INT

14

our ref: 868,167

Goods: Watches.

-----Claims intent to use.

-----First use May 1, 2002; in commerce November 1, 2002.

-----Owner of United States Registration Nos. 2397467 and 2537262.

MUDD SPORT
MUDD, LLC

UNITED STATES
Trademark
App. Pending

APP No: 76/336293

11/09/01

Renewal Due:

Class: INT

18

our ref: 867,657

Goods: Handbags, wallets, purses, totes, backpacks, cosmetics cases sold empty.

-----Claims intent to use.

-----Parent of child application, AFID No. 868915.

MUDD SPORT
MUDD, LLC

UNITED STATES
Trademark
Registered

REG No: 2748577

08/05/03

Renewal Due: 08/05/13

APP No: 76/975440

11/09/01

USE AFF. DUE 08/05/09

Class: INT

25

our ref: 868,915

Goods: Shoes, athletic shoes, boots, sandals, jeans, pants, shorts, shirts, T-shirts, sweaters, tank tops, skirts, jackets, coats, vests, hats, camisoles, bras, panties.

-----Claims intent to use.

-----Child application of parent application No. 76/336293;

-----First use and in commerce December 30, 2002.

-----Disclaimer: No claim is made to the exclusive right to use "SPORT", apart from the mark as shown.

MUDD SPORT AND DESIGN
MUDD, LLC

UNITED STATES
Trademark
App. Pending

APP No: 76/338060

11/15/01

Renewal Due:

Class: INT

18

our ref: 867,663

Goods: Handbags, wallets, purses, totes, backpacks, cosmetics cases sold empty.

-----Claims intent to use.

-----Parent of child application, AFID No. 868916.

MUDD
SPORTS

TRADEMARK REPORT

MUDD SPORT AND DESIGN

UNITED STATES

MUDD, L.L.C.

Trademark
Registered

MUDD
SPORTS

REG No: 2754312
APP No: 76/975441

08/19/03
11/15/01

Renewal Due: 08/19/13
USE AFF. DUE 08/19/09

Class: INT

25

our ref: 868,916

Goods: Shoes, athletic shoes, boots, sandals, jeans, pants, shorts, shirts, T-shirts, sweaters, tank tops, skirts, jackets, coats, vests, hats, camisoles, bras, panties.

-----Claims intent to use.

-----Child application of parent application No. 76/338060.

-----Disclaimer: No claim is made to the exclusive right to use "SPORT", apart from the mark s shown.

OUR NAME IS MUDD

UNITED STATES

MUDD, LLC

Trademark
Registered

REG No: 2741923
APP No: 78/140838

07/29/03
07/01/02

Renewal Due: 07/29/13
USE AFF. DUE 07/29/09

Classes: INT

14, 25

our ref: 868,261

Goods: Watches in class 14; Jeans, skirts, shorts, jackets in class 25.

-----First use and in commerce October 31, 2000; Class 14.

-----First use and in commerce September 30, 1995 Class 25.

-----Owner of United States Registration Nos. 1992148, 2537262 and others.

OUR NAME IS MUDD

UNITED STATES

MUDD, LLC

Trademark
App. Pending

APP No: 78/140781

07/01/02

Renewal Due:

Classes: INT

3, 9, 14, 16, 18, + 05

our ref: 868,262

-----Additional class 20, 24, 25, 26, 27.

Goods: Perfumes, colognes and toilet water; cosmetics, namely make-up, eye liner, eye shadow, nail polish, lip stick, lip gloss in class 3; Eyeglasses, eyeglass frames and sunglasses in class 9; Costume jewelry in class 14; Stationery type portfolio and folders, writing pads and tablets, personal organizers, personal pocket organizers, personal planners, photo albums, identification stickers and tags, cardboard and paper mailing envelopes and paper mailing pouches, adhesive tapes for household purposes, glue for household purposes, decals, art pads, art paper, arts and crafts paint kits, pens, pencils, diaries, erasers, felt pens, highlighting pens, pen and pencil holders and cases, memo pads, note books, note cards, note pads, notebook dividers, loose leaf paper, paper clips, paper staplers, paper staples, pocket calendars, drawing rulers, temporary tattoos, art prints, printed art reproductions in class 16; Beach umbrellas; leather goods, namely wallets, card cases, namely, business card cases, calling card cases, credit card cases, name card cases, pocket organizers, backpacks, luggage tote bags, purses, hand bags, cosmetics cases sold empty in class 18; Picture frames, mirrors, chairs, pillows in class 20; Bed sheets, comforters, pillowcases, bed blankets, valences, dust ruffles, towels, shower curtains in class 24; Athletic shoes, shoes, hosiery, coats, scarves, hats, swim wear, sweat suits, sweatpants, shorts, t-shirts, warm up suits, socks, clothing belts, overalls, shorts, dresses, tank tops, vests, camisoles, bras, panties in class 25; Hair bows, hair ornaments, hair pins and hair bands in class 26; Rugs, wallpaper and wallpaper borders in class 27.

-----Claims intent to use.

-----Claims use since October 31, 2000; in U.S. since October 31, 2000 in class 14.

-----Claims use since September 30, 1995; in U.S. since September 30, 1995 in class 25.

-----Claims ownership of registration Nos. 2537262, 2397457, 2394549 & 1992148.

TRADEMARK

RECORDED: 06/16/2004

REEL: 002993 FRAME: 0690