

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SANDBERG & SIKORSKI CORPORATION		03/31/2005	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	HSBC BANK USA, NATIONAL ASSOCIATION
Street Address:	452 FIFTH AVENUE
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	NATIONAL ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 45

Property Type	Number	Word Mark
Serial Number:	78326579	GUINEVERE
Serial Number:	78579467	DUTCHESS CUT
Serial Number:	78417627	
Serial Number:	78414243	A
Serial Number:	78548608	LIQUIDA
Serial Number:	78536223	CHIARA
Serial Number:	78419868	SOME JEWELRY SPEAKS LOUDER THAN WORDS
Serial Number:	78519117	THE PRECIOUS METAL FOR THE NEW MILLENNIUM
Serial Number:	78366026	DIAMONDS ARE A GIRL'S BEST FRIEND
Serial Number:	78509211	SPARKLING PINK
Serial Number:	78414232	
Serial Number:	78386695	PINK
Serial Number:	76529319	TEARS OF JOY
Serial Number:	76622316	CREATED WITH PASSION

CH \$1140.00 78326579

Registration Number:	2748331	A FLAWLESS DIAMOND FOR A PERFECT DAD
Serial Number:	76606950	A MOTHER'S HEART
Serial Number:	76524297	STARSHINE
Registration Number:	2728853	EMBRACEABLES EMBRACE YOUR PROMISE
Registration Number:	2698647	WITH THIS RING
Registration Number:	2778403	THE PRICELESS COLLECTION
Registration Number:	2738515	A FLAWLESS DIAMOND AS PRECIOUS AS TRUE FRIENDSHIP
Registration Number:	2698624	A FLAWLESS DIAMOND FOR A PERFECT MOM
Registration Number:	2716475	QUINTETTE
Registration Number:	2707809	LANGUAGE OF LUXURY
Registration Number:	2705269	CAPTURE THE MOMENT
Registration Number:	2580096	A
Registration Number:	2219615	CUSHION FIT
Registration Number:	2478602	WHERE YOUR LOVE IS SET FOR LIFE
Serial Number:	75837223	HERE, THERE AND EVERYWHERE
Registration Number:	2327290	THE GROOM'S CHOICE
Registration Number:	2236216	LANGUAGE OF LOVE
Registration Number:	2643119	A PERFECT CUT
Registration Number:	2262297	A. JAFFE UNITY RING
Registration Number:	2207195	BRIDAL WORKS
Registration Number:	2242058	FAMILY HEART
Registration Number:	2255996	LOVE PEACE
Registration Number:	2237076	GUIDING LIGHT
Registration Number:	1858530	A. JAFFE
Registration Number:	1842883	CONTOUR COLLECTION
Registration Number:	1889803	S S
Registration Number:	1829353	THE BRIDE AND GROOM COLLECTION
Registration Number:	1801525	A MOTHERS HEART
Registration Number:	1727441	BEAUTIFUL BEGINNINGS
Registration Number:	1559760	EMBRACEABLES
Registration Number:	1411245	S & S

CORRESPONDENCE DATA

Fax Number: (617)856-8201

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

TRADEMARK
REEL: 003085 FRAME: 0795

Phone: 617-856-8145
Email: ip@brownrudnick.com
Correspondent Name: Mark S. Leonardo
Address Line 1: One Financial Center
Address Line 2: BROWN RUDNICK BERLACK ISRAELS LLP
Address Line 4: Boston, MASSACHUSETTS 02111

NAME OF SUBMITTER:	Mark S. Leonardo
Signature:	/s/Mark S. Leonardo/
Date:	05/17/2005

Total Attachments: 5
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Trademark Security Agreement

Trademark Security Agreement, dated as of March 31, 2005, by SANDBERG & SIKORSI CORPORATION (the "Pledgor"), in favor of HSBC BANK USA, NATIONAL ASSOCIATION (the "Consignor"), pursuant to the Consignment and Loan Agreement of even date.

WITNESSETH:

WHEREAS, Pledgor is a party to a Continuing General Security Agreement of even date herewith (the "Security Agreement") in favor of the Consignor pursuant to which the Pledgor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Consignor to enter into the Security Agreement, the Pledgor hereby agrees with the Consignor as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Pledgor hereby pledges and grants to the Consignor a lien on and security interest in and to all of its right, title and interest in, to and under all the following Pledged Collateral of such Pledgor:

- (a) Trademarks of such Pledgor listed on Schedule I attached hereto;
- (b) all business goodwill associated with such Trademarks; and
- (c) all Proceeds of any and all of the foregoing.

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Consignor pursuant to the Security Agreement and Pledgor hereby acknowledges and affirms that the rights and remedies of the Consignor with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

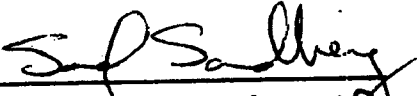
SECTION 4. Termination. Upon the full performance of the Obligations, the Consignor shall execute, acknowledge, and deliver to the Pledgor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

[signature page follows]

Signature Page for Trademark Security Agreement

IN WITNESS WHEREOF, each Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.


SANDBERG & SIKORSKI CORPORATION

By: 
Name: SAMUEL SANDBERG
Title: Secretary / Treasurer

Signature Page for Trademark Security Agreement

Accepted and Agreed:


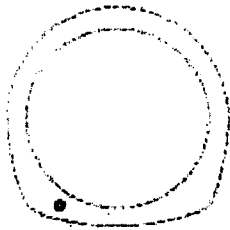
HSBC BANK USA, NATIONAL ASSOCIATION

By: 

Name: Richard Senter

Title: VP

Schedule I to the Trademark Security Agreement

	Serial Number	Registration Number	Mark
1.	78326579		GUINEVERE
2.	78579467		DUTCHESS CUT
3.	78417627		 <p>(The mark consists of a diamond placed on the top left-hand side of the shank of a ring)</p>
4.	78414243		A
5.	78548608		LIQUIDA
6.	78536223		CHIARA
7.	78419868		SOME JEWELRY SPEAKS LOUDER THAN WORDS
8.	78519117		THE PRECIOUS METAL FOR THE NEW MILLENNIUM
9.	78366026		DIAMONDS ARE A GIRL'S BEST FRIEND
10.	78509211		SPARKLING PINK
11.	78414232		 <p>(The mark consists of a diamond appearing on the bottom left-hand side of the shank of a ring)</p>
12.	78386695		PINK
13.	76529319		TEARS OF JOY
14.	76622316		CREATED WITH PASSION
15.	76331454	2748331	A FLAWLESS DIAMOND FOR A PERFECT DAD
16.	76606950		A MOTHER'S HEART
17.	76524297		STARSHINE
18.	76409106	2728853	EMBRACEABLES EMBRACE YOUR PROMISE
19.	76347884	2698647	WITH THIS RING

	Serial Number	Registration Number	Mark
20.	76347010	2778403	THE PRICELESS COLLECTION
21.	76343118	2738515	A FLAWLESS DIAMOND AS PRECIOUS AS TRUE FRIENDSHIP
22.	76331456	2698624	A FLAWLESS DIAMOND FOR A PERFECT MOM
23.	76331131	2716475	QUINTETTE
24.	76296604	2707809	LANGUAGE OF LUXURY
25.	76250162	2705269	CAPTURE THE MOMENT
26.	76128612	2580096	A
27.	75271495	2219615	CUSHION FIT
28.	75864031	2478602	WHERE YOUR LOVE IS SET FOR LIFE
29.	75837223		HERE, THERE AND EVERYWHERE
30.	75462539	2327290	THE GROOM'S CHOICE
31.	75420370	2236216	LANGUAGE OF LOVE
32.	75393046	2643119	A PERFECT CUT
33.	75386290	2262297	A. JAFFE UNITY RING
34.	75378404	2207195	BRIDAL WORKS
35.	75350148	2242058	FAMILY HEART
36.	75336499	2255996	LOVE PEACE
37.	75105992	2237076	GUIDING LIGHT
38.	74376838	1858530	A. JAFFE
39.	74415971	1842883	CONTOUR COLLECTION
40.	74458961	1889803	S S
41.	74395879	1829353	THE BRIDE AND GROOM COLLECTION
42.	74266813	1801525	A MOTHERS HEART
43.	74213309	1727441	BEAUTIFUL BEGINNINGS
44.	73765180	1559760	EMBRACEABLES
45.	73589439	1411245	S & S

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