

06-09-2005

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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

Tab settings

103018459

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

1. Name of conveying party(ies):

NORSTAN APPAREL SHOPS, INC.

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

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

2. Name and address of receiving party(ies)

Name: A. I. J. J. ENTERPRISES, INC.

Internal Address:

Street Address: 1000 PENNSYLVANIA AVENUE

City: BROOKLYN State: NY Zip: 11207

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

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

3. Nature of conveyance:

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

Execution Date: JUNE 1 2005

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2434710 AND 2420792

Additional number(s) attached Yes No

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

Name: ROBIN J MOLT

Internal Address:

Street Address: 80 STATE STREET

6TH FL

City: ALBANY State: NY Zip: 12207

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(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.

Robin J Molt

Name of Person Signing

Robin J Molt

Signature

6-7-05

Date

4

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

06/09/2005 DBYRNE 00000007 2434710

01 FC:8521 02 FC:8522

40.00 DP documents to be recorded with required cover sheet information to: 25.00 DP Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

## TRADEMARK ASSIGNMENT

This Assignment is made on this 1<sup>st</sup> day of June, 2005, between **Norstan Apparel Shops, Inc.**, a Pennsylvania corporation, located and doing business at 33-00 47th Avenue, Long Island City, New York 11101 (the "Assignor") and A.I.J.J. Enterprises, Inc., located and doing business at 1000 Pennsylvania Avenue, Brooklyn, New York 11207-8417 (the "Assignee").

WHEREAS, Assignor and Assignee are parties to an Asset Purchase Agreement dated as of June 1, 2005 ("Purchase Agreement"), pursuant to which Assignee is acquiring certain assets of Assignor, including the Intellectual Property (as defined in the Purchase Agreement) of Assignor;

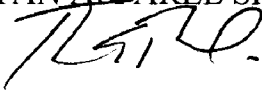
WHEREAS, Assignor desires to transfer and assign to Assignee, any and all trademarks, service marks, trade names and the like, and associated state or federal registrations and applications thereof owned by Assignor related to the Business (as defined in the Purchase Agreement), including those set forth in **Schedule A**, (hereinafter the "Marks"), and the goodwill of the business developed through the use of the Marks; and

WHEREAS, Assignee desires to acquire all rights, title, and interest in and to the Marks, any associated state or federal registrations and applications therefor, and the goodwill developed therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers, and sets over to Assignee, the entire right, title, interest in and to the Marks, any pending applications for state or federal registration or state or federal registrations therefor, including those set forth in Schedule A, and the goodwill of the business symbolized by the Marks. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Marks, will be held and enjoyed by the Assignee, its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, Assignor and Assignee have executed this instrument  
as of June 1, 2005.

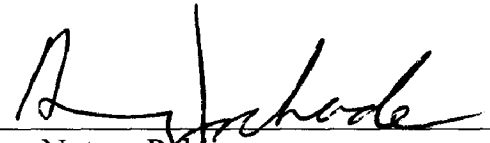
NORSTAN APPAREL SHOPS, INC.

By:   
Name: THOMAS DAUMLING  
Title: PRESIDENT

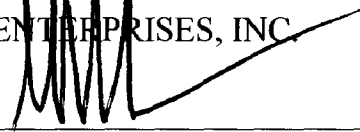
STATE OF NY )  
 ) SS  
COUNTY OF NASSAU )

HENRY JOCHADE  
Notary Public, State of New York  
No. 01JO6118473  
Qualified in Nassau County  
Commission Expires Nov. 8, 2008

SUBSCRIBED AND SWORN  
to before me this 1 day  
of JUNE, 2005

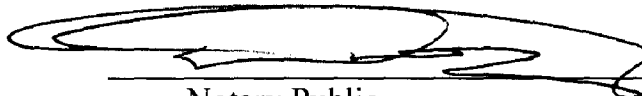
  
Notary Public

A.I.J.J. ENTERPRISES, INC.

By:   
Name: Glenn I. Habermann  
Title: Assistant Secretary

STATE OF NEW YORK )  
 ) SS  
COUNTY OF NASSAU )

SUBSCRIBED AND SWORN  
to before me this 1st day  
of June, 2005

  
Notary Public

DORAN GOLUBTCHIK  
Notary Public, State Of New York  
No. 02GO5007921  
Qualified in Nassau County  
Commission Expires Feb. 8, 2007

**SCHEDULE A**

<b>Country</b>	<b>Mark</b>	<b>Registration No.</b>
United States	BEWARE	2,434,710
United States	FASHION CENTS	2,420,792

Doc #:CH102 (334009-00005) 60378153v1;06/01/2005/Time:11:32

**RECORDED: 06/08/2005**

**TRADEMARK  
REEL: 003177 FRAME: 0652**