

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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):

ESTEE LAUDER INC.

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

Citizenship (see guidelines) _____
Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) September 27, 2005

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

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

A. Trademark Application No.(s)
78/225,374 AERIE

B. Trademark Registration No.(s)

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
Additional sheet(s) attached? Yes No

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

Name: Donald F. Frei
 Internal Address: Wood, Herron & Evans
2700 Carew Tower
 Street Address: 441 Vine Street
 City: Cincinnati
 State: Ohio Zip: 45202-2917
 Phone Number: 513-241-2324
 Fax Number: 513-241-6234
 Email Address: dfrei@whepatent.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 23-3000
 Authorized User Name _____

9. Signature:



Signature

Donald F. Frei #21.190

Name of Person Signing

12/13/05
Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (671) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 233000 78225374

ASSIGNMENT

ESTEE LAUDER INC., 767 Fifth Avenue, New York, New York 10153, a Delaware corporation, hereinafter "Assignor," through the activities of itself and/or its licensee(s) and/or related company(ies), has a bona fide intention to use the mark AERIE in interstate commerce in the U.S.A. in connection with the sale of various goods classified in International Class 3, and has filed an application with the United States Patent and Trademark Office on March 13, 2003, under Section 1(b) of the Trademark Act, based on its bona fide intent to use such mark in commerce, which application has been given Serial No. 78/225,374, but has not yet filed an allegation of use of the mark under Section 1(c) or 1(d) of the Trademark Act, and

NC SIXTH LLC, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, a Delaware limited liability company, hereinafter "Assignee," is acquiring the AERIE trademark and the entire business or portion thereof to which the AERIE mark pertains as required by 15 U.S.C. §1060,

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee its entire right, title and interest in and to the AERIE mark and the above-identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. §1060. This assignment is effective as of September 1, 2005.

Dated: Sept. 27, 2005

ESTEE LAUDER INC.

By: Lesley A. Moradian

Title: Vice President

Printed Name: Lesley A. Moradian