

03-15-2006

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ents or copy thereof.

103197632

To the Director, U.S. Patent and Trademark Office

1. Name of conveying party(ies):
American Fashion, Inc.



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

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

2. Name and address of receiving party(ies):

Name: Tom James Company

Street Address: 263 Seaboard Lane

City: Franklin State TN ZIP 37067

3. Nature of conveyance:

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

Execution Date: January 17, 2006

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation 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)

B. Trademark Registration No.(s)

2347289

Additional numbers attached? Yes No

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

Name: Fitzpatrick, Cella, Harper & Scinto

30 Rockefeller Plaza

New York, New York 10112-3800

Telephone No.: (212) 218-2100

Facsimile No.: (212) 218-2200

6. Number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00

- 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. *(Stamp: 03/15/2006, MUELLER, 2347289)*

81 FC:8521

48.00 OP

John W. Behringer

Name of Person Signing

John W. Behringer

Signature

March 6, 2006

Date

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

TRADEMARK ASSIGNMENT

WHEREAS, American Fashion, Inc. (Assignor), a California (state) corporation, whose address is 17822 Gillette Avenue # B, Irvine, California 92614, has adopted, used and is using the trademark Louis Roth, which is registered in the United States Patent and Trademark Office under Registration No. 2347289, dated May 2, 2000; and

WHEREAS, Tom James Company (Assignee), a Tennessee (state) corporation, whose address is 263 Seaboard Lane, Franklin, Tennessee 37067, is desirous of acquiring said trademark and the registration thereof;

NOW, THEREFORE, for ten dollars (\$10.00) and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to the said trademark, together with the good will of the business symbolized by the trademark, and the above-identified registration thereof.

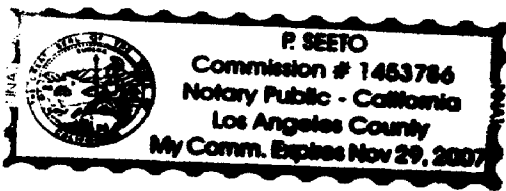
American Fashions, Inc.

By: [Signature]
Name:
Title: CEO

State of California
County of Orange

ss:

On this 17th day of January, 2006, before me appeared Steven Kurtzman the person who above signed this instrument on behalf of Assignor, who acknowledged that he signed it as a free act on behalf of the identified corporation.



[Signature]
Notary Public

Acknowledgment

By the undersigned signature, acceptance by Assignee of the above-described right, title and interest in the subject trademark is hereby acknowledged.

Tom James Company

By: James P. Williams
Name:

Title: CFO

State of Tennessee

County of Davidson
~~Williamson~~

ss:

On this 18th day of January, 2006, before me appeared James P. Williams, the person who above signed this instrument on behalf of Assignee, who acknowledged that he signed it as a free act on behalf of the identified corporation.

Jan Embury

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Notary Public

My commission expires: 1/27/07