

03-15-2006

3/10/06

TRANSMITTAL OF DOCUMENTS
TRADEMARK



or copy thereof.

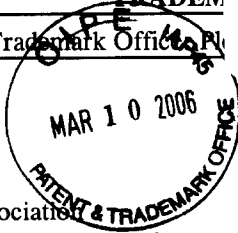
To the Director, U.S. Patent and Trademark Office

103197637

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

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

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 Merger
 Security Agreement Change of Name
 Other _____

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)

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

1499660

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 and any attached copy is a true copy of the original document.

John W. Behringer March 6, 2006 Date

Name of Person Signing Signature

Total number of pages including cover sheet, attachments, and documents: 48.00

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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. 1499660, dated August 9, 1988; 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.

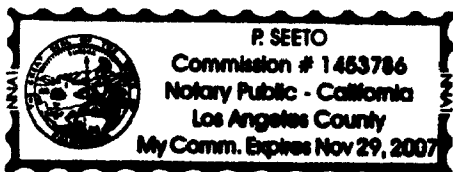
By: [Signature]
Name:
Title: CEO

State of California
County of Orange

ss:

On this 17th day of January, 2006, before me appeared Steven Kutzman 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.

Jean Embury

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Notary Public

My commission expires: 1/27/07