

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Taryn Rose International, Inc. | | 06/27/2006 | CORPORATION: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Taryn Rose International, Inc. | | |
| Street Address: | 127 East Ninth Street, Suite 900 | | |
| City: | Los Angeles | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 90015 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2366553 | TARYN ROSE | |
| Registration Number: | 2849898 | T | |
| Registration Number: | 3004494 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (415)442-1001 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 415-442-1301 | | |
| Email: | coakley@morganlewis.com | | |
| Correspondent Name: | Carla B. Oakley | | |
| Address Line 1: | One Market, Spear Street Tower | | |
| Address Line 4: | San Francisco, CALIFORNIA 94105 | | |
| ATTORNEY DOCKET NUMBER: | 061703.2000 | | |
| NAME OF SUBMITTER: | Carla B. Oakley | | |
| Signature: | /cbo/ | | |

CH \$90.00 2366553

Date:

07/06/2006

Total Attachments: 2

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ASSIGNMENT OF TRADEMARK

Whereas, Taryn Rose International, Inc. ("Assignor"), a California corporation, has adopted, used, and is using the marks TARYN ROSE and MISCELLANEOUS DESIGN (hereinafter "Marks") in the United States and other countries and the Marks are registered as follows:

United States Registration No. 2,366,553 for TARYN ROSE
United States Registration No. 2,849,898 for MISCELLANEOUS DESIGN
United States Registration No. 3,004,494 for MISCELLANEOUS DESIGN
Canadian Application No. 1,249,977 for MISCELLANEOUS DESIGN
European Community Application No. 004330817 for MISCELLANEOUS DESIGN
Japanese Registration No. 4883879 for MISCELLANEOUS DESIGN
Austrian Registration No. 191606 for TARYN ROSE
Brazilian Application No. 825256461 for TARYN ROSE
Canadian Application No. 1165274 for TARYN ROSE
Chinese Registration No. 3435408 for TARYN ROSE
European Community Registration No. 003006913 for TARYN ROSE
German Registration No. 300 31 789 for TARYN ROSE
Japanese Registration No. 4709420 for TARYN ROSE

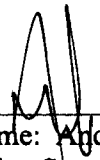
Whereas, Taryn Rose International, Inc. a Delaware corporation, located and doing business at 127 East Ninth Street, Suite 900, Los Angeles, California 90015 ("Assignee") is desirous of acquiring said Marks and any and all registrations thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all its right, title and interest in and to said Marks, together with the goodwill of the business symbolized by the Marks, and the above identified registration thereof. This assignment includes the right to sue and recover damages for past and future infringements of Assignor's rights in the Marks and to bring any proceeding in the United States Patent & Trademark Office or any equivalent agency in any other country for cancellation or opposition or other proceeding in connection with said Marks. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

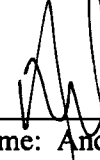
Assignor further agrees that it will execute, verify, acknowledge and deliver all such further papers, including any instruments of transfer and recordable assignments, and perform such other acts as Assignee lawfully may request from time to time, to perfect and vest title in the Marks in Assignee, or Assignee's successors and assigns.

IN TESTIMONY WHEREOF, Assignor and Assignee have executed this document on the date indicated.

Taryn Rose International, Inc., a California corporation

by:  _____ Date: 6/27, 2006
Name: Andrew D. Forbes
Title: Secretary, CFO and COO

Taryn Rose International, Inc., a Delaware corporation

by:  _____ Date: 6/27, 2006
Name: Andrew D. Forbes
Title: Secretary, CFO and COO