

TRADEMARK ASSIGNMENT

Electronic 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
Michael RYAN		04/10/2006	INDIVIDUAL:
Dermot RYAN		04/10/2006	INDIVIDUAL:
James RYAN		04/10/2006	INDIVIDUAL:
Lee GARRICK		04/10/2006	INDIVIDUAL:
RECEIVING PARTY DATA			
Name:	MISS MONEYPENNYS BRAND LIMITED		
Street Address:	1 James Street, St Paul's Square		
City:	Birmingham, West Midlands		
State/Country:	UNITED KINGDOM		
Postal Code:	B3 1SD		
Entity Type:	COMPANY: UNITED KINGDOM		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2367904	MISS MONEYPENNY'S	
CORRESPONDENCE DATA			
Fax Number:	(732)542-7858		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	732-542-7800		
Email:	connie@mandw.com		
Correspondent Name:	Peter L. Michaelson		
Address Line 1:	P.O. Box 8489		
Address Line 4:	Red Bank, NEW JERSEY 07701-8489		
ATTORNEY DOCKET NUMBER:	FREETH-1		
DOMESTIC REPRESENTATIVE			

CH \$40.00 2367904

Name: MICHAELSON & ASSOCIATES
Address Line 1: P.O. Box 8489
Address Line 4: Red Bank, NEW JERSEY 07701-8489

NAME OF SUBMITTER:	Peter L. Michaelson
Signature:	/Peter L. Michaelson/
Date:	10/06/2006

Total Attachments: 6

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DATED

10TH APRIL

2006

(1) MICHAEL RYAN; DERMOT RYAN; JAMES RYAN; LEE GARRICK

(2) MISS MONEYPENNYS BRAND LIMITED

TRADE MARK ASSIGNMENT

Cumberland Court
80 Mount Street
Nottingham NG1 6HH
United Kingdom

DX 10039 Nottingham 1

Direct fax: +44 (0)115 859 9612
Switchboard: +44 (0)115 936 9369
www.freethcartwright.co.uk

TRADEMARK
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PARTIES

(1) Assignor

**MICHAEL RYAN, DERMOT RYAN, JAMES RYAN AND
LEE GARRICK**

Of 1 St. James Street, off St. Paul's Square,
Birmingham, West Midlands B3 1SD

(2) Assignee

MISS MONEYPENNYS BRAND LIMITED

Company No. 05471959

Registered Office: 1 James Street, St Paul's Square,
Birmingham, West Midlands, B3 1SD.

BACKGROUND

- (A) The Assignor is the proprietor of the trade marks registered or the subject of applications for registration in the countries listed in the Schedule ("Trade Marks").
- (B) The Assignor has agreed to assign all its rights in and to the Trade Marks to the Assignee on the terms set out below.

AGREED TERMS

1. INTERPRETATION

- 1.1. In this agreement where the context admits:
 - 1.1.1. references to this agreement mean this agreement as amended, varied, supplemented, modified or novated from time to time and include the schedules; and
 - 1.1.2. reference to clauses and schedules are references to clauses and schedules of and to this agreement and references to paragraphs are, unless otherwise stated, references to paragraphs of the schedule in which the reference appears.
- 1.2. The headings and sub-headings are inserted for convenience only and shall not affect the construction of this agreement.
- 1.3. Each of the schedules shall have effect as if set out in this agreement.

2. ASSIGNMENT

- 2.1. In consideration of the sum of £1 paid by the Assignee to the Assignor (receipt of which the Assignor acknowledges), the Assignor hereby assigns with full title guarantee to the Assignee absolutely the Trade Marks and all and any rights in and to the Trade Marks and any common law rights and all the goodwill attaching to the Trade Marks.

3. PROCEEDINGS

- 3.1. This assignment shall include the right for the Assignee to bring proceedings against any third party in respect of the Trade Marks (including proceedings against any third party for infringement of the Trade Marks or for passing off or for otherwise infringing the rights of the Assignor in the Trade Marks).

3.2. The Assignor agrees and undertakes to provide the Assignee (at its request) with all such assistance with any proceedings, which may be brought by or against the Assignee against or by any third party in relation to the Trade Marks.

4. **FURTHER ASSURANCE**

4.1. The Assignor covenants that, at the cost and request of the Assignee at any time and from time to time, it shall execute such deeds or documents and do such acts or things as may be necessary or desirable to give effect to this assignment.

5. **GOVERNING LAW AND JURISDICTION**

5.1. This assignment shall be governed by and construed in accordance with the laws of England and the parties submit to the exclusive jurisdiction of the English courts.

This agreement has been entered into on the date stated at the beginning of it.

SCHEDULE 1

Part 1: Marks

1. Registered trade marks

Country	Class	Mark	No .
UK	9,25,41,42	MISS MONEYPENNY'S	210416
EU	9,25,41,42	MISS MONEYPENNY'S	905208
USA	9,25,41,42	MISS MONEYPENNY'S	2367904
Australia	9,25,41,42	MISS MONEYPENNY'S	772073
Cyprus	9	MISS MONEYPENNY'S	58129
Cyprus	25	MISS MONEYPENNY'S	58130
Cyprus	38	MISS MONEYPENNY'S	58131
Cyprus	41	MISS MONEYPENNY'S	58132
Cyprus	42	MISS MONEYPENNY'S	58133
Hong Kong	9,41,42	MISS MONEYPENNY'S	199915432AA
Hong Kong	25	MONEYPENNY'S	200000654
UK	21,25,42	HYDROBAR	2168930
UK	9,25,41,42	CHUFF CHUFF	2104172

2. Unregistered Trademarks

Country	Class	Mark	No .	Specification of goods/services

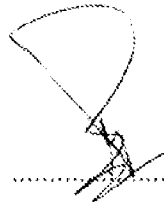
3. Trademark Applications

Country	Class	Mark	No .	Specification of goods/services

SIGNED by

Michael Ryan

in the presence of:



Witness' signature:

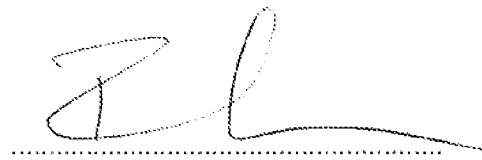
Name: NICKY FOSTER

Address: 53 CAYNHAM CLOSE
REDDITCH
B94B 0SF

SIGNED by

Dermot Ryan

in the presence of:



Witness' signature:

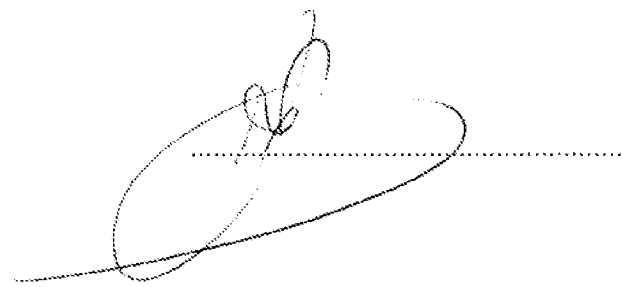
Name: NICKY FOSTER

Address: 53 CAYNHAM CLOSE
REDDITCH
B94B 0SF

SIGNED by

James Ryan

in the presence of:



Witness' signature:

Name: NICKY FOSTER

Address: 53 CAYNHAM CLOSE
REDDITCH
B94B 0SF

SIGNED by

Lee Garrick

in the presence of:



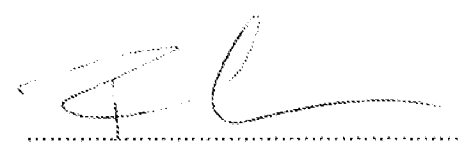
Witness' signature:

Name: NICKY FOSTER

Address: 53 CAYNHAM CLOSE
REDDITCH
B94B 0SF

SIGNED by

for and on behalf of Miss Moneypennys Brands Ltd



Director