

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RH&A Acquisition Corp.		08/01/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Rosetti Handbags and Accessories, Ltd.
Street Address:	1359 Broadway, 16th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2484350	CELLMATE
Registration Number:	2935332	CLEO NEW YORK
Registration Number:	2570840	
Serial Number:	76061036	ROSETTI
Registration Number:	2332198	ROSETTI NEW YORK
Registration Number:	2044557	STRADA
Registration Number:	2412372	STYLE-O-FAX

CORRESPONDENCE DATA

Fax Number: (212)632-5555
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (212) 632-5500
 Email: lmofoffatt@salans.com
 Correspondent Name: Lora A. Moffatt
 Address Line 1: Rockefeller Center, 620 Fifth Avenue
 Address Line 4: New York, NEW YORK 10020

CH \$190.00 2484350

ATTORNEY DOCKET NUMBER:	0208586.0046
NAME OF SUBMITTER:	Lora A. Moffatt
Signature:	/lora a moffatt/
Date:	03/08/2007
Total Attachments: 2 source=NAMECHANGEROSETTI#page1.tif source=NAMECHANGEROSETTI#page2.tif	

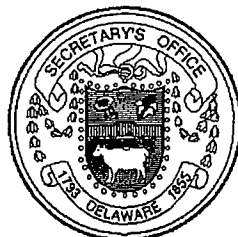
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "RH&A ACQUISITION CORP.", CHANGING ITS NAME FROM "RH&A ACQUISITION CORP." TO "ROSETTI HANDBAGS AND ACCESSORIES, LTD", FILED IN THIS OFFICE ON THE FIRST DAY OF AUGUST, A.D. 2006, AT 3:03 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4184714 8100

060721580

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4944230

DATE: 08-01-06

TRADEMARK

REEL: 003495 FRAME: 0749

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
RH&A ACQUISITION CORP.

Under Section 242 of the Delaware General Corporation Law

RH&A ACQUISITION CORP., a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "Corporation"), DOES HEREBY CERTIFY as follows:


FIRST: The name of the Corporation is "RH&A ACQUISITION CORP." The Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware (the "Secretary of State") on June 30, 2006.

SECOND The amendment of the Certificate of Incorporation affected by this Certificate of Amendment is to change the name of the Corporation.

THIRD: To accomplish the foregoing amendment, Article FIRST of the Certificate of Incorporation is deleted in its entirety, and the following new Article is substituted in lieu thereof:

"FIRST: The name of the corporation (the "Corporation") is ROSETTI HANDBAGS AND ACCESSORIES, LTD."

FOURTH: This Certificate of Amendment has been duly authorized by the unanimous written consent of the Board of Directors of the Corporation and adopted by a majority of the stockholders of the Corporation.


Name: Alan S. Beckerman
Title: Secretary