

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sunglass Hut International, Inc.		12/21/2007	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Fossil, Inc.		
Street Address:	2280 N. Greenville Avenue		
City:	Richardson		
State/Country:	TEXAS		
Postal Code:	75082		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2141375	WATCH STATION	
CORRESPONDENCE DATA			
Fax Number:	(214)206-4330		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2142064300		
Email:	trina@richardlawgroup.com		
Correspondent Name:	Molly Buck Richard		
Address Line 1:	8411 Preston Road, Suite 890		
Address Line 4:	Dallas, TEXAS 75225		
ATTORNEY DOCKET NUMBER:	FOSL-0014		
NAME OF SUBMITTER:	Molly Buck Richard		
Signature:	/Molly Buck Richard/		
Date:	01/29/2008		

OP \$40.00 2141375

Total Attachments: 15

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INTELLECTUAL PROPERTY ASSIGNMENT

This INTELLECTUAL PROPERTY ASSIGNMENT (this "Assignment"), dated as of December 21, 2007, is entered into by Sunglass Hut International, Inc., a Florida corporation ("Assignor"), in favor of Fossil, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of December 21, 2007 (the "Purchase Agreement"), concerning Assignee's purchase of certain intellectual property, including the marks listed on Schedule 1 attached hereto (the "Marks") and the domain names listed on Schedule 2 attached hereto (the "Domain Names" collectively with the Marks, the "Intellectual Property");

WHEREAS, pursuant to the Purchase Agreement, the Intellectual Property and their associate goodwill are to be assigned to Assignee.

NOW, THEREFORE, for good and valuable consideration (including the premises and covenants set forth in the Purchase Agreement), the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignor does hereby grant, sell, convey, assign, set over, transfer and deliver unto Assignee, its successors and assigns, to have, and to hold forever, all of Assignor's right, title and interest, whether statutory or common law, in and to the Intellectual Property, together with all translations, adaptations, derivations and combinations thereof and including all goodwill associated therewith and all applications, registrations and renewals in connection therewith throughout the world together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

2. Assignor authorizes and requests the United States Commissioner of Patents and Trademarks and any other similar government authority to record Assignee as the assignee and owner of the Intellectual Property, and issue any and all registrations thereon to Assignee, as assignee of all of Assignor's right, title and interest in, to and under the Intellectual Property, for the sole use and enjoyment of Assignee and its successors, assigns or other legal representatives.

3. This Assignment may be executed in counterparts, each of which shall be deemed to be an original, and all of which together shall constitute one and the same instrument.

4. This Assignment is subject in all respects to the terms and conditions of the Purchase Agreement and it is intended only to document the assignment of the Intellectual Property. Nothing contained in this Assignment shall be deemed to supersede any of the obligations, agreements, representations, covenants or warranties of Assignor or Assignee contained in the Purchase Agreement.

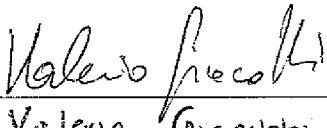
TRADEMARK

REEL: 003706 FRAME: 0021

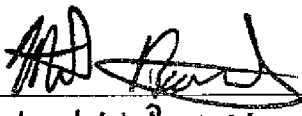
5. This Assignment shall be governed in all respects by the laws of the State of Ohio, without regard to the conflict of law principles thereof.

IN WITNESS WHEREOF, the parties hereto have caused this Intellectual Property Assignment to be duly executed and delivered as of the date first set forth above.

**SUNGLASS HUT
INTERNATIONAL, INC.,**
a Florida corporation

By: 
Name: Valerio Giacobbi
Title: Vice President

FOSSIL, INC.,
a Delaware corporation

By: 
Name: Michael W. Burnett
Title: Chief Operating Officer

ACKNOWLEDGMENTS

STATE OF OHIO)
) ss.:
COUNTY OF WARREN)

On this 21st day of December, 2007, before me came Valerio Galacobbi, personally known to me (or proved to me on the basis of satisfactory evidence) to be the Vice President of Sunglass Hut International, Inc., and acknowledged to me that he executed the foregoing Intellectual Property Assignment in his authorized capacity, and that by his signature on the instrument he, or the entity upon behalf of which he acted, executed the instrument.

WITNESS my hand and official seal

Thomas J. Hersch
Notary's Signature



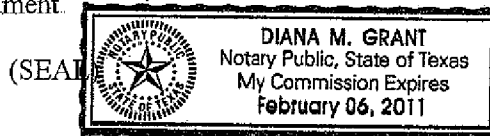
THOMAS J. HERSCH
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Section 147 03 R.C.

STATE OF TEXAS)
) ss.:
COUNTY OF DALLAS)

On this 21st day of December, 2007, before me came Michael W. Barrett, personally known to me (or proved to me on the basis of satisfactory evidence) to be the C.O.O. of Fossil, Inc., and acknowledged to me that he executed the foregoing Intellectual Property Assignment in his authorized capacity, and that by his signature on the instrument he, or the entity upon behalf of which he acted, executed the instrument.

WITNESS my hand and official seal

Diana M. Grant DALLAS, TEXAS
Notary's Signature



SCHEDULE 1

Marks

[See attached.]

SCHEDULE A

Country	Trademark	Record #	Status	App. #	App. Date	Reg. #	Reg. Date	Class	Current Title	Title Process	Target Title
AFRICA	WATCH STATION Clock Design	58129.01052/	Registered	3200400152	06-Feb-2004	49401	14-Jul-2004	14	WWL/C	Not Filled	SHI INC.
AFRICA	WATCH STATION Clock Design	58129.01074/	Registered	3200400153	06-Feb-2004	49402	14-Jul-2004	35	WWL/C	Not Filled	SHI INC.
AFRICA	WATCH STATION INTERNATIONAL	58129.01051/	Registered	3200400150	06-Feb-2004	49383	14-Jul-2004	14	WWL/C	Not Filled	SHI INC.
AFRICA	WATCH STATION INTERNATIONAL	58129.01073/	Registered	3200400151	06-Feb-2004	49400	14-Jul-2004	35	WWL/C	Not Filled	SHI INC.
ALGERIA	WATCH STATION Clock Design	58129.01085/	Registered	41568	29-Sep-2004	68291	29-Sep-2004	14, 35	WWL/C	Not Filled	SHI INC.
ALGERIA	WATCH STATION INTERNATIONAL	58129.01086/	Registered	41567	29-Sep-2004	68290	29-Sep-2004	14, 35	WWL/C	Not Filled	SHI INC.
ANTIGUA & BARBUDA	WATCH STATION clock face logo	58129.00852/	Registered	6096	27-May-2003	6096	11-Oct-2002	14, (Local 10)	WWL/C	Not Filled	SHI INC.
ANTIGUA & BARBUDA	WATCH STATION clock face logo	58129.00894/	Registered	6208	27-May-2003	6208	27-Feb-2006	Local 39	WWL/C	Not Filled	SHI INC.
ANTIGUA & BARBUDA	WATCH STATION INTERNATIONAL	58129.00851/	Registered	6097	01-Oct-2002	6097	11-Oct-2002	14 (Local 10)	WWL/C	Not Filled	SHI INC.
ANTIGUA & BARBUDA	WATCH STATION INTERNATIONAL & Design	58129.00893/	Registered	6209	27-May-2003	6209	16-Jan-2006	Local 39	WWL/C	Not Filled	SHI INC.
ARGENTINA	WATCH STATION clock face logo	58129.00615/	Registered	2154113	01-Jun-1998	1767994	20-Dec-1999	35	WWL/C	Not Filled	SHI INC.
ARGENTINA	WATCH STATION INTERNATIONAL	58129.00616/	Registered	2154114	01-Jun-1998	1767995	20-Dec-1999	35	WWL/C	Not Filled	SHI INC.
ARUBA	WATCH STATION	58129.00063/	Registered	96061313	12-Jun-1996	17984	15-Jul-1996	42	WWL/C	Not Filled	SHI INC.
ARUBA	WATCH STATION clock face logo	58129.00061/	Registered	IM980610.13	10-Jun-1998	19233	16-Aug-1998	35, 42	WWL/C	Not Filled	SHI INC.
ARUBA	WATCH STATION INTERNATIONAL	58129.00065/	Registered	IM980610.12	10-Jun-1998	19232	16-Aug-1998	42	WWL/C	Not Filled	SHI INC.
AUSTRALIA	WATCH STATION	58129.00660/	Registered	708473	14-May-1996	708473	14-May-1996	42	WWL/C	Not Filled	SHI INC.
AUSTRALIA	WATCH STATION	58129.00746/	Registered	911596	03-May-2002	911596	03-May-2002	14	WWL/C	Not Filled	SHI INC.
AUSTRALIA	WATCH STATION clock face logo	58129.00062/	Registered	763363	28-May-1998	763363	28-May-1998	35	WWL/C	Not Filled	SHI INC.
AUSTRALIA	WATCH STATION INTERNATIONAL	58129.00066/	Registered	763364	28-May-1998	763364	28-May-1998	35	WWL/C	Not Filled	SHI INC.
AUSTRALIA	WATCH STATION INTERNATIONAL & Design	58129.00748/	Registered	911598	03-May-2002	911598	03-May-2002	14	WWL/C	Not Filled	SHI INC.
BAHAMAS	WATCH STATION	58129.00082/	Registered	18532	24-May-1996	18532	24-May-1996	14 (Local 10)	WWL/C	Not Filled	SHI INC.
BAHAMAS	WATCH STATION clock face logo	58129.00080/	Registered	20764	22-Jul-1998	20764	22-Jul-1998	9 (Local 10)	WWL/C	Not Filled	SHI INC.

TRADEMARK

REEL: 003706 FRAME: 0025

[1] Registration may be renewed up to six months from the renewal date. Deadline 5/27/08.
 [2] Registration may be renewed up to six months from the renewal date. Deadline 6/15/08.

SCHEDULE A

Country	Trademark	Record #	Status	App.#	App.Date	Reg.#	Reg.Date	Class	Current Title	Title Process	Target Title
BAHAMAS	WATCH STATION INTERNATIONAL	58129.00083/	Registered	20748	14-Jul-1998	20748	14-Jul-1998	9 (Local 10)	WW/LC	Not Filed	SHI INC.
BAHRAIN	WATCH STATION	58129.00092/	Registered	1494/96	31-Aug-1996	SM2069	15-Feb-1998	35	WW/LC	Not Filed	SHI INC.
BAHRAIN	clock face logo	58129.00091/	Registered	1118/98	28-Jun-1998	SM2782	23-Apr-2000	35	WW/LC	Not Filed	SHI INC.
BAHRAIN	clock face logo	58129.00828/	Registered	31685	14-Jul-2002	31685	14-Jul-2002	14	WW/LC	Not Filed	SHI INC.
BAHRAIN	WATCH STATION INTERNATIONAL	58129.00827/	Registered	31684	14-Jul-2002	31684	14-Jul-2003	14	WW/LC	Not Filed	SHI INC.
BAHRAIN	WATCH STATION INTERNATIONAL	58129.00093/	Registered	867/98	30-May-1998	SM2740	23-Apr-2000	35	WW/LC	Not Filed	SHI INC.
BARBADOS	WATCH STATION	58129.00100/	Registered		10-Apr-1996	81/13294	10-Aug-2000	42	SH CORP.	Not Filed	SHI INC.
BARBADOS	clock face logo	58129.00878/	Registered			81/17207	24-Apr-2003	14	SH CORP.	Not Filed	SHI INC.
BARBADOS	WATCH STATION	58129.00099/	Registered		15-Jun-1998	81/13344	10-May-2000	42	SH CORP.	Not Filed	SHI INC.
BARBADOS	WATCH STATION INTERNATIONAL	58129.00101/	Registered		15-Jun-1998	81/13371	10-May-2000	42	SH CORP.	Not Filed	SHI INC.
BARBADOS	WATCH STATION INTERNATIONAL	58129.00879/	Registered			81/17206	24-Apr-2003	14	SH CORP.	Not Filed	SHI INC.
BRAZIL	WATCH STATION	58129.00113/	Registered	819439967	30-Aug-1996	819439967	03-Apr-2001	35	SH CORP.	In Process	WW/LC
BRAZIL	clock face logo	58129.00114/	Registered	820883352	01-Jul-1998	820883352	08-May-2001	35, 42	SH CORP.	In Process	WW/LC
BRUNEI	WATCH STATION	58129.00123/	Registered	27491	22-Mar-1997	24516	22-Mar-1997	14	WW/LC	Not Filed	SHI INC.
BRUNEI	clock face logo	58129.00121/	Registered	29342	02-Jun-1998	27328	02-Jun-1998	9	WW/LC	Not Filed	SHI INC.
BRUNEI	WATCH STATION	58129.00122/	Registered	29343	02-Jun-1998	27236	17-Aug-2001	14	WW/LC	Not Filed	SHI INC.
BRUNEI	WATCH STATION INTERNATIONAL	58129.00124/	Registered	29344	02-Jun-1998	24654	02-Jun-1998	9	WW/LC	Not Filed	SHI INC.
BRUNEI	WATCH STATION INTERNATIONAL	58129.00125/	Registered	29345	02-Jun-1998	27219	23-Jul-2001	14	WW/LC	Not Filed	SHI INC.
CAMBODIA	clock face logo	58129.00131/	Registered	11043	26-Aug-1998	10982	21-Oct-1998	42	SH CORP.	Not Filed	SHI INC.
CAMBODIA	WATCH STATION INTERNATIONAL	58129.00133/	Registered	11042	26-Aug-1998	11652	18-May-1999	42	SH CORP.	Not Filed	SHI INC.
CANADA	WATCH STATION	58129.00150/	Registered	809286	09-Apr-1996	516637	21-Sep-1999	42	SHI INC.	Completed	SHI INC.
CANADA	clock face logo	58129.00149/	Registered	879322	26-May-1998	516196	13-Sep-1999	42	SHI INC.	Completed	SHI INC.

TRADEMARK

REEL: 003706 FRAME: 0026

[1] Registration may be renewed up to six months from the renewal date. Deadline 5/27/08.
 [2] Registration may be renewed up to six months from the renewal date. Deadline 6/15/08.

SCHEDULE A

Country	Trademark	Record #	Status	App. #	App. Date	Reg. #	Reg. Date	Class	Current Title	Title Process	Target Title
CANADA	WATCH STATION INTERNATIONAL	58129.00151/	Registered	879321	26-May-1998	527315	04-May-2000	42	SHI INC.	Completed	SHI INC.
CHILE	WATCH STATION	58129.00624/	Registered	343916	24-May-1996	480423	24-Feb-1997	35	SH CORP.	In Process	SHI INC.
CHILE	WATCH STATION	58129.00625/	Registered	343918	24-May-1996	482084	12-Mar-1997	14	SH CORP.	In Process	SHI INC.
CHILE	WATCH STATION	58129.00623/	Registered	343917	24-May-1996	478832	03-Feb-1997	35	SH CORP.	In Process	SHI INC.
CHILE	WATCH STATION	58129.00627/	Registered	419377	02-Jul-1998	536224	11-Mar-1999	Comm. Est. (Int'l. 35)	SH CORP.	In Process	SHI INC.
CHILE	WATCH STATION	58129.00626/	Registered	419378	02-Jul-1998	530337	12-Dec-1998	35, 42	SH CORP.	In Process	SHI INC.
CHINA	WATCH STATION	58129.00636/	Registered	960074857	26-Jun-1996	1130341	27-Nov-1997	14	WWL/C	Not Filed	SHI INC.
CHINA	WATCH STATION	58129.00923/	Pending	3385799	28-Nov-2002			14	WWL/C	Not Filed	SHI INC.
CHINA	WATCH STATION	58129.00629/	Registered	9900020536	04-Mar-1999	1415853	28-Jun-2000	42	WWL/C	Not Filed	SHI INC.
CHINA	WATCH STATION	58129.00922/	Registered	3385798	28-Nov-2002	3385798	14-Aug-2004	14	WWL/C	Not Filed	SHI INC.
CHINA	INTERNATIONAL	58129.00134/	Registered	9800076198	09-Jul-1998	1372341	07-Mar-2000	35	WWL/C	Not Filed	SHI INC.
CHINA	WATCH STATION	58129.00646/	Registered	96018358	17-Apr-1996	190637	31-Oct-1996	42	WWL/C	Not Filed	SHI INC.
COLOMBIA	WATCH STATION	58129.00637/	Registered	98034124	16-Jan-1998	263225	02-Jun-2000	42	WWL/C	Not Filed	SHI INC.
COLOMBIA	WATCH STATION	58129.01037/	Registered	3072663	22-Aug-2003	285768	09-Aug-2004	14	WWL/C	Not Filed	SHI INC.
COLOMBIA	INTERNATIONAL	58129.01036/	Registered	3072661	22-Aug-2003	283158	21-Jul-2004	14	WWL/C	Not Filed	SHI INC.
COLOMBIA	INTERNATIONAL	58129.00647/	Registered	98-034123	16-Jan-1998	268278	17-Apr-2003	42	WWL/C	Not Filed	SHI INC.
COSTA RICA	WATCH STATION	58129.00156/	Registered	110286	09-Jan-1998	110286	23-Nov-1998	42	WWL/C	Not Filed	SHI INC.
COSTA RICA	WATCH STATION	58129.00163/	Registered	111182	09-Jun-1998	111182	21-Dec-1998	42	WWL/C	Not Filed	SHI INC.
CYPRUS	WATCH STATION	58129.01123/	Pending	68270	12-Sep-2003			35 (36 Int.)	WWL/C	Not Filed	SHI INC.
CYPRUS	WATCH STATION	58129.01028/	Pending	68269	12-Sep-2003			14	WWL/C	Not Filed	SHI INC.
CYPRUS	INTERNATIONAL	58129.01027/	Pending	68267	12-Sep-2003			14	WWL/C	Not Filed	SHI INC.

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SCHEDULE A

Country	Trademark	Record #	Status	App.#	App.Date	Req.#	Req.Date	Class	Current Title	Title Process	Target Title
CYPRUS	WATCH STATION INTERNATIONAL	58129.01122/	Pending	68268	12-Sep-2003			35 (36 Int)	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	WATCH STATION	58129.00175/	Registered	85624	15-Sep-1996	85624	15-Sep-1996	14 (Local 21)	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	clock face logo	58129.00174/	Registered	147410	20-Jul-1998	101085	30-Nov-1998	35	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	WATCH STATION	58129.01020/	Registered	2003-52578	18-Aug-2003	138838	15-Nov-2003	14	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	Clock Design	58129.01020/	Registered	2003-52578	18-Aug-2003	138838	15-Nov-2003	14	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	WATCH STATION	58129.00173/	Registered	149825	18-Aug-1998	114168	15-Sep-1998	9	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	clock face logo	58129.00173/	Registered	149825	18-Aug-1998	114168	15-Sep-1998	9	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	WATCH STATION	58129.00177/	Registered		09-Jun-1998	95714	15-Sep-1998	Supp. Cl. 35	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	WATCH STATION	58129.00176/	Registered			101081	30-Nov-1998	9 (Local 66)	WW/LC	Not Filed	SHI INC.
DOMINICAN REPUBLIC	WATCH STATION	58129.00178/	Registered			101627	30-Dec-1998	35	WW/LC	Not Filed	SHI INC.
ECUADOR	WATCH STATION	58129.00187/	Registered	68743	21-May-1996	1776-97	15-Dec-1997	42	WW/LC	Not Filed	SHI INC.
ECUADOR	WATCH STATION	58129.00982/	Registered	136169	08-May-2003	28909	17-Feb-2004	14	WW/LC	Not Filed	SHI INC.
ECUADOR	Clock Design	58129.00982/	Registered	136169	08-May-2003	28909	17-Feb-2004	14	WW/LC	Not Filed	SHI INC.
ECUADOR	WATCH STATION	58129.00188/	Registered	88131	04-Apr-1998	91-00	07-Feb-2000	42	WW/LC	Not Filed	SHI INC.
ECUADOR	clock face logo	58129.00188/	Registered	88131	04-Apr-1998	91-00	07-Feb-2000	42	WW/LC	Not Filed	SHI INC.
ECUADOR	WATCH STATION	58129.00983/	Registered	136168	08-May-2003	28908	17-Feb-2004	14	WW/LC	Not Filed	SHI INC.
ECUADOR	INTERNATIONAL	58129.00189/	Registered	88130	04-Jun-1998	90-00	07-Feb-2000	42	WW/LC	Not Filed	SHI INC.
ECUADOR	WATCH STATION	58129.00189/	Registered	88130	04-Jun-1998	90-00	07-Feb-2000	42	WW/LC	Not Filed	SHI INC.
EGYPT	WATCH STATION	58129.00906/	Pending	154523	22-Sep-2002			14	SH CORP.	In Process	WW/LC
EGYPT	clock face logo	58129.00906/	Pending	154523	22-Sep-2002			14	SH CORP.	In Process	WW/LC
EGYPT	WATCH STATION	58129.00208/	Registered	115337	09-Jun-1999	115337	09-Jun-1999	42	SH CORP.	In Process	WW/LC
EGYPT	INTERNATIONAL	58129.00208/	Registered	115337	09-Jun-1999	115337	09-Jun-1999	42	SH CORP.	In Process	WW/LC
EGYPT	WATCH STATION	58129.00907/	Pending	154519	22-Sep-2002			14	SH CORP.	In Process	WW/LC
EGYPT	INTERNATIONAL	58129.00907/	Pending	154519	22-Sep-2002			14	SH CORP.	In Process	WW/LC
EUROPEAN COMMUNITY	WATCH STATION	58129.00199/	Registered	154906	01-Apr-1996	154906	10-Mar-1999	42	SHI INC.	Completed	SHI INC.
EUROPEAN COMMUNITY	WATCH STATION	58129.00735/	Registered	2683605	03-May-2002	2683605	03-May-2002	14	SHI INC.	Completed	SHI INC.
EUROPEAN COMMUNITY	WATCH STATION	58129.00018/	Registered	1013796	10-Dec-1998	1013796	16-Aug-2000	14,18,25	SHI INC.	Completed	SHI INC.
EUROPEAN COMMUNITY	WATCH STATION	58129.00736/	Registered	2683571	03-May-2002	2683571	03-May-2002	14	SHI INC.	Completed	SHI INC.
EUROPEAN COMMUNITY	clock face logo	58129.00736/	Registered	2683571	03-May-2002	2683571	03-May-2002	14	SHI INC.	Completed	SHI INC.

TRADEMARK

REEL: 003706 FRAME: 0028

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 [2] Registration may be renewed up to six months from the renewal date. Deadline 6/15/08.

SCHEDULE A

Country	Trademark	Record #	Status	App.#	App.Date	Reg.#	Reg.Date	Class	Current Title	Title Process	Target Title
EUROPEAN COMMUNITY	WATCH STATION INTERNATIONAL	58129.00200/	Registered	952929	13-Oct-1998	952929	04-Jan-2001	35	SHI INC.	Completed	SHI INC.
EUROPEAN COMMUNITY	WATCH STATION INTERNATIONAL & Design	58129.00737/	Registered	2684058	03-May-2002	2684058	03-May-2002	14	SHI INC.	Completed	SHI INC.
GIBRALTER	WATCH STATION clock face logo	58129.00964/	Registered	2328894	08-Apr-2003	9228	08-Apr-2003	14, 35	WW/LC	Not Filed	SHI INC.
GIBRALTER	WATCH STATION INTERNATIONAL	58129.00963/	Registered	GB 2328895		9107	08-Apr-2003	14	WW/LC	Not Filed	SHI INC.
HONG KONG	WATCH STATION	58129.00231/	Registered	4430/96	17-Apr-1996	B73161/1997	21-Jul-1997	35	WW/LC	Not Filed	SHI INC.
HONG KONG	WATCH STATION clock face logo	58129.00232/	Registered	8393/98	27-Jun-1998	B09606/1999	29-Jul-1999	42	WW/LC	Not Filed	SHI INC.
HONG KONG	WATCH STATION INTERNATIONAL	58129.00233/	Registered	7783/98	15-Jun-1998	B16297/1999	16-Dec-1999	35	WW/LC	Not Filed	SHI INC.
HONG KONG	WATCH STATION INTERNATIONAL & Design	58129.00714/	Registered	09569/2002	25-Jun-2002	2004B06669	25-Jun-2002	14	WW/LC	Not Filed	SHI INC.
INDONESIA	WATCH STATION clock face logo	58129.00248/	Registered	19811130	26-Jun-1998	440702	23-Feb-2000	35	WW/LC	Not Filed	SHI INC.
INDONESIA	WATCH STATION INTERNATIONAL	58129.00249/	Registered	19811131	26-Jun-1998	440703	23-Feb-2000	35	WW/LC	Not Filed	SHI INC.
ISRAEL	WATCH STATION	58129.00267/	Registered	104557	12-Apr-1996	104557	05-Nov-1997	42	WW/LC	Not Filed	SHI INC.
ISRAEL	WATCH STATION clock face logo	58129.00842/	Registered	158213	15-Jul-2002	158213	15-Jul-2002	14	WW/LC	Not Filed	SHI INC.
ISRAEL	WATCH STATION clock face logo	58129.00266/	Registered	120147	08-Jun-1998	120147	04-Nov-1999	35	WW/LC	Not Filed	SHI INC.
ISRAEL	WATCH STATION INTERNATIONAL	58129.00268/	Registered	120146	08-Jun-1998	120146	04-Nov-1999	35	WW/LC	Not Filed	SHI INC.
ISRAEL	WATCH STATION INTERNATIONAL	58129.00841/	Registered	158212	15-Jul-2002	158212	15-Jul-2002	14	WW/LC	Not Filed	SHI INC.
JAMAICA	WATCH STATION	58129.00284/	Registered	14311	19-Apr-1996	B31788	19-Apr-1996	14	WW/LC	Not Filed	SHI INC.
JAMAICA	WATCH STATION clock face logo	58129.00017/	Registered	113105	11-Jun-1998	32778	11-Jun-1998	9	WW/LC	Not Filed	SHI INC.
JAMAICA	WATCH STATION clock face logo	58129.00285/	Registered	14/364	11-Jun-1998	32885	11-Jun-1998	14	WW/LC	Not Filed	SHI INC.
JAMAICA	WATCH STATION INTERNATIONAL	58129.00287/	Registered	14/363	11-Jun-1998	33635	11-Jun-1998	9, 14	WW/LC	Not Filed	SHI INC.
JAMAICA	WATCH STATION INTERNATIONAL	58129.00286/	Registered	112374	11-Jun-1998	32143	11-Jun-1998	9	WW/LC	Not Filed	SHI INC.
JAMAICA	WATCH STATION INTERNATIONAL & Design	58129.00862/	Registered	42634	25-Jun-2002	42634	25-Jun-2002	14, 35	WW/LC	Not Filed	SHI INC.

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SCHEDULE A

Country	Trademark	Record #	Status	App. #	App. Date	Reg. #	Reg. Date	Class	Current Title	Title Process	Target Title
JAPAN	WATCH STATION	58129,00300/	Registered	52475/96	15-May-1996	4163172	03-Jul-1998	14	WWL/C	Not Filled	SHI INC.
JAPAN	clock face logo	58129,00727/	Registered	2002-068550	12-Aug-2002	4741357	16-Jan-2004	14	WWL/C	Not Filled	SHI INC.
JAPAN	WATCH STATION	58129,00652/	Registered	55544/98	30-Jun-1998	4280704	04-Jun-1999	42	WWL/C	Not Filled	SHI INC.
JAPAN	clock face logo	58129,00652/	Registered	55544/98	30-Jun-1998	4280704	04-Jun-1999	42	WWL/C	Not Filled	SHI INC.
JAPAN	WATCH STATION	58129,00726/	Registered	2002-068549	12-Aug-2002	4670088	09-May-2003	37	WWL/C	Not Filled	SHI INC.
JAPAN	WATCH STATION	58129,00301/	Registered	55543/98	30-Jun-1998	4280703	04-Jun-1999	14	WWL/C	Not Filled	SHI INC.
JORDAN	clock face logo	58129,00701/	Registered	62134	14-Dec-2000	62134	14-Dec-2000	42	SHI INC.	Completed	SHI INC.
JORDAN	WATCH STATION	58129,00912/	Registered	69438	12-Mar-2002	69438	12-Mar-2002	14	SHI INC.	Completed	SHI INC.
JORDAN	WATCH STATION	58129,00702/	Registered	61297	14-Dec-2000	61297	14-Dec-2000	42	SHI INC.	Completed	SHI INC.
JORDAN	WATCH STATION	58129,00913/	Registered	68864	12-Mar-2002	68864	12-Mar-2002	9, 14	SHI INC.	Completed	SHI INC.
KOREA, SO.	WATCH STATION	58129,00455/	Registered	96/6608	11-Jun-1996	43217	01-Jul-1998	42 (Local 112)	WWL/C	Not Filled	SHI INC.
KOREA, SO.	clock face logo	58129,00456/	Registered	98-5521	16-Jul-1998	55720	22-Jul-1999	42	WWL/C	Not Filled	SHI INC.
KOREA, SO.	WATCH STATION	58129,00457/	Registered	985522	16-Jul-1998	55721	22-Jul-1999	35	WWL/C	Not Filled	SHI INC.
KUWAIT	clock face logo	58129,00872/	Registered	56661	25-Sep-2002	56532	25-Sep-2002	35	WWL/C	Not Filled	SHI INC.
KUWAIT	WATCH STATION	58129,00309/	Registered	59384	06-May-2003	50106	06-May-2003	14	WWL/C	Not Filled	SHI INC.
KUWAIT	WATCH STATION	58129,00870/	Registered	59870	15-Jun-2003	50091	03-Oct-2004	14	WWL/C	Not Filled	SHI INC.
KUWAIT	WATCH STATION	58129,00311/	Registered	56660	25-Sep-2002	56531	25-Sep-2002	35	WWL/C	Not Filled	SHI INC.
LEBANON	clock face logo	58129,00695/	Registered	96010771286	30-Nov-2000	85680	04-Dec-2000	42	WWL/C	Not Filled	SHI INC.
LEBANON	WATCH STATION	58129,00696/	Registered	96010771291	30-Nov-2000	85678	04-Dec-2000	42	WWL/C	Not Filled	SHI INC.
MADAGASCAR	WATCH STATION	58129,01093/	Registered	2004 0576	12-Nov-2004	6716	17-Nov-2005	14, 35	WWL/C	Not Filled	SHI INC.
MADAGASCAR	WATCH STATION	58129,01092/	Registered	2004 0575	12-Nov-2004	6715	17-Nov-2005	14, 35	WWL/C	Not Filled	SHI INC.
MALAYSIA	clock face logo	58129,00323/	Registered	98/06931	09-Jun-1998	98006931	31-Mar-2004	35	WWL/C	Not Filled	SHI INC.

TRADEMARK

REEL: 003706 FRAME: 0030

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SCHEDULE A

Country	Trademark	Record #	Status	App. #	App. Date	Reg #	Reg. Date	Class	Current Title	Title Process	Target Title
MAURITIUS	WATCH STATION Clock Design	58129.01116/	Registered	MU/M/04/024 55	08-Nov-2004	03220/2007	24-Apr-2007	14, 35	WWLC	Not Filed	SHI INC.
MAURITIUS	WATCH STATION INTERNATIONAL	58129.01115/	Registered	MU/M/04/024 54	08-Nov-2004	01931/2006	13-Sep-2006	14, 35	WWLC	Not Filed	SHI INC.
MEXICO	WATCH STATION clock face logo	58129.00898/	Registered	567596	25-Sep-2002	777247	25-Sep-2002	14	WWLC	Not Filed	SHI INC.
MEXICO	WATCH STATION clock face logo	58129.00344/	Registered	336184	15-Jun-1998	585338	25-Aug-1998	42	WWLC	Not Filed	SHI INC.
MEXICO	WATCH STATION INTERNATIONAL	58129.00346/	Registered	571166	17-Oct-2002	799507	17-Oct-2002	42	WWLC	Not Filed	SHI INC.
MEXICO	WATCH STATION INTERNATIONAL	58129.00899/	Registered	567584	25-Sep-2002	767703	25-Sep-2002	14	WWLC	Not Filed	SHI INC.
NETHERLANDS	WATCH STATION	58129.00360/	Registered	D391	24-May-1996	9062	02-Sep-2002	9	WWLC	Not Filed	SHI INC.
NETHERLANDS	WATCH STATION clock face logo	58129.00846/	Registered	D-200590	19-Jul-2002	9915	19-Jul-2002	14, 35	WWLC	Not Filed	SHI INC.
NETHERLANDS	WATCH STATION clock face logo	58129.00361/	Registered	D48428	28-Jul-1998	5492	25-Sep-1998	14	WWLC	Not Filed	SHI INC.
NETHERLANDS	WATCH STATION INTERNATIONAL	58129.00847/	Registered	D-200591	19-Jul-2002	9916	19-Jul-2002	14, 35	WWLC	Not Filed	SHI INC.
NETHERLANDS	WATCH STATION INTERNATIONAL	58129.00362/	Registered	20883	28-Jul-1998	9063	02-Sep-1998	14	WWLC	Not Filed	SHI INC.
NEW ZEALAND	WATCH STATION	58129.00370/	Registered	260875	11-Apr-1996	260875	14-Aug-1997	42	WWLC	Not Filed	SHI INC.
NEW ZEALAND	WATCH STATION clock face logo	58129.00371/	Registered	293163	04-Jun-1998	293163	26-May-1999	35	WWLC	Not Filed	SHI INC.
NEW ZEALAND	WATCH STATION INTERNATIONAL	58129.00372/	Registered	293162	04-Jun-1998	293162	04-Jun-1998	35	WWLC	Not Filed	SHI INC.
NORWAY	WATCH STATION	58129.00730/	Registered	200204198	06-May-2002	218012	06-Mar-2003	9, 14	WWLC	Not Filed	SHI INC.
NORWAY	WATCH STATION clock face logo	58129.00731/	Registered	200201499	06-May-2002	218013	06-Mar-2003	9, 14	WWLC	Not Filed	SHI INC.
NORWAY	WATCH STATION clock face logo	58129.00380/	Registered	199804702	03-Jun-1998	194791	10-Dec-1998	42	WWLC	Not Filed	SHI INC.
NORWAY	WATCH STATION INTERNATIONAL	58129.00379/	Registered	9804703	03-Jun-1998	194792	10-Dec-1998	42	WWLC	Not Filed	SHI INC.
NORWAY	WATCH STATION INTERNATIONAL & Design	58129.00732/	Registered	200204200	06-May-2002	218014	06-Mar-2003	9, 14	WWLC	Not Filed	SHI INC.
OMAN	WATCH STATION clock face logo	58129.00683/	Registered	24295	06-Dec-2000	24295	06-Dec-2004	42	SH CORP.	In Process	WWLC

TRADEMARK

REEL: 003706 FRAME: 0031

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SCHEDULE A

Country	Trademark	Record #	Status	App.#	App.Date	Reg.#	Reg.Date	Class	Current Title	Title Process	Target Title
OMAN	WATCH STATION INTERNATIONAL	58129.00684/	Registered	24293	06-Dec-2000	24293	21-Dec-2004	42	SH CORP.	In Process	WWL/C
PANAMA	WATCH STATION	58129.00388/	Registered	82272	31-Jul-1996	82272	11-May-1998	35	WWL/C	Not Filed	SHI INC.
PANAMA	clock face logo	58129.00387/	Registered	127082-01	13-May-2003	127082-01	13-May-2003	35	WWL/C	Not Filed	SHI INC.
PANAMA	WATCH STATION INTERNATIONAL	58129.00389/	Registered	96682	14-Oct-1998	96682	28-Mar-2000	35	WWL/C	Not Filed	SHI INC.
PHILIPPINES	WATCH STATION	58129.00397/	Registered	114655	07-Oct-1996	41996114655	22-Jun-2002	42	WWL/C	Not Filed	SHI INC.
QATAR	WATCH STATION	58129.00689/	Registered	24460	20-Dec-2000	24460	20-Dec-2000	42	SH CORP.	In Process	WWL/C
QATAR	clock face logo	58129.00833/	Registered	27890	14-Jul-2002	27890	01-Oct-2006	14	SH CORP.	In Process	WWL/C
QATAR	WATCH STATION INTERNATIONAL	58129.00834/	Registered	27889	14-Jul-2002	27889	10-Jan-2006	14	SH CORP.	In Process	WWL/C
QATAR	WATCH STATION INTERNATIONAL	58129.00690/	Registered	24462	20-Dec-2000	24462	20-Dec-2000	42	SH CORP.	In Process	WWL/C
ROMANIA	WATCH STATION	58129.01024/	Registered	M200303679	08-Jul-2003	55524	08-Jul-2003	14, 35	WWL/C	Not Filed	SHI INC.
RUSSIAN FEDERATION	WATCH STATION	58129.00762/	Registered	2002707776	03-Apr-2002	245932	14-May-2003	14, 35	SHI INC.	Not Filed	Not Filed
RUSSIAN FEDERATION	clock face logo	58129.00763/	Registered	2002707775	03-Apr-2002	243538	15-Apr-2003	14, 35	SHI INC.	Completed	SHI INC.
RUSSIAN FEDERATION	WATCH STATION INTERNATIONAL & clock face logo	58129.00764/	Registered	2002707778	03-Apr-2002	248054	03-Jun-2003	14, 35	SHI INC.	Completed	SHI INC.
SAUDI ARABIA	WATCH STATION	58129.00419/	Registered	36378	12-Nov-1996	528/09	14-May-2000	42	SH CORP.	In Process	WWL/C
SAUDI ARABIA	WATCH STATION	58129.00421/	Registered	45933	16-Sep-1998	502/38	25-Oct-1999	42	SH CORP.	In Process	WWL/C
SAUDI ARABIA	WATCH STATION INTERNATIONAL	58129.00420/	Registered	45932	16-Sep-1998	528/10	14-May-2000	42	SH CORP.	In Process	WWL/C
SINGAPORE	WATCH STATION	58129.00009/	Registered	3630/96	15-Apr-1996	T96/03630H	28-Apr-2000	42	WWL/C	Not Filed	SHI INC.
SINGAPORE	WATCH STATION	58129.00885/	Registered	T02/16428E	22-Oct-2002	T02/16428E	23-Aug-2005	14	WWL/C	Not Filed	SHI INC.
SINGAPORE	WATCH STATION	58129.00432/	Registered	T98/05933Z	11-Jun-1998	T98/05933Z	11-Jun-1998	42	WWL/C	Not Filed	SHI INC.
SINGAPORE	WATCH STATION INTERNATIONAL	58129.00433/	Registered	B198/05934H	11-Jun-1998	T98/05934H	11-Jun-1998	42	WWL/C	Not Filed	SHI INC.
SINGAPORE	WATCH STATION INTERNATIONAL	58129.00884/	Registered	T02/16427G	22-Oct-2002	T02/16427G	22-Oct-2002	14	WWL/C	Not Filed	SHI INC.

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REEL: 003706 FRAME: 0032

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SCHEDULE A

Country	Trademark	Record #	Status	App. #	App. Date	Reg. #	Reg. Date	Class	Current Title	Title Process	Target Title
SLOVAKIA	WATCH STATION INTERNATIONAL	58129.01021/	Registered	1952-2003	11-Jul-2003	208021	13-Dec-2004	14, 35	WWL/C	Not Filed	SHI INC.
SLOVAKIA	WATCH STATION	58129.01061/	Registered	70122	28-Jan-2004	200470122	28-Jan-2004	14, 35	WWL/C	Not Filed	SHI INC.
SLOVAKIA	Clock Design	58129.01060/	Registered	70120	28-Jan-2004	200470120	28-Jan-2004	14, 35	WWL/C	Not Filed	SHI INC.
SLOVENIA	WATCH STATION INTERNATIONAL	58129.01060/	Registered	70120	28-Jan-2004	200470120	28-Jan-2004	14, 35	WWL/C	Not Filed	SHI INC.
SOUTH AFRICA	WATCH STATION	58129.00447/	Registered	96/04730	10-Apr-1996	96/04730	10-Apr-1996	42	WWL/C	Not Filed	SHI INC.
SOUTH AFRICA	WATCH STATION	58129.00947/	Published	2003/06101	11-Apr-2003			14	WWL/C	Not Filed	SHI INC.
SOUTH AFRICA	clock face logo	58129.00656/	Registered	98/10330	17-Jun-1998	98/10330	17-Jun-1998	42	WWL/C	Not Filed	SHI INC.
SOUTH AFRICA	WATCH STATION INTERNATIONAL	58129.00948/	Pending	2003/06099	11-Apr-2003			14	WWL/C	Not Filed	SHI INC.
SOUTH AFRICA	WATCH STATION INTERNATIONAL	58129.00448/	Registered	98/10329	17-Jun-1998	98/10329	17-Jun-1998	42	WWL/C	Not Filed	SHI INC.
SRI LANKA	WATCH STATION	58129.00472/	Registered	82593	02-Apr-1997	82593	30-Dec-2000	42	SH CORP	In Process	SHI INC.
SRI LANKA	WATCH STATION	58129.00473/	Registered	88323	23-Jun-1998	88323	10-Oct-2000	42	SH CORP	In Process	SHI INC.
SRI LANKA	WATCH STATION INTERNATIONAL	58129.00474/	Registered	88325	23-Jun-1998	88325	23-Jun-1998	42	SH CORP.	In Process	SHI INC.
SWITZERLAND	WATCH STATION	58129.00742/	Registered	04158/2002	07-May-2002	501.77	07-May-2002	14	WWL/C	Not Filed	SHI INC.
SWITZERLAND	WATCH STATION	58129.00483/	Registered	2603/1996	10-Apr-1996	444670	11-Dec-1997	42	WWL/C	Not Filed	SHI INC.
SWITZERLAND	WATCH STATION	58129.00743/	Registered	04159/2002	07-May-2002	504.161	07-May-2002	14	WWL/C	Not Filed	SHI INC.
SWITZERLAND	clock face logo	58129.00484/	Registered	4636/1998	10-Jun-1998	458679	10-Jun-1998	35, 39	WWL/C	Not Filed	SHI INC.
SWITZERLAND	WATCH STATION INTERNATIONAL	58129.00485/	Registered	4635/1998	10-Jun-1998	458804	18-Jun-1999	35, 39	WWL/C	Not Filed	SHI INC.
SWITZERLAND	WATCH STATION INTERNATIONAL & DESIGN	58129.00745/	Registered	04160/2002	07-May-2002	501.782	07-May-2002	14	WWL/C	Not Filed	SHI INC.
TAIWAN	WATCH STATION	58129.00492/	Registered	85017368	17-Apr-1996	118167	16-Nov-1999	42	WWL/C	Not Filed	SHI INC.
TAIWAN	clock face logo	58129.00494/	Registered	87028226	11-Jun-1998	115546	01-Oct-1999	42	WWL/C	Not Filed	SHI INC.
TAIWAN	WATCH STATION	58129.00929/	Registered	91046330	04-Nov-2002	1142428	01-Mar-2005	14	WWL/C	Not Filed	SHI INC.

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REEL: 003706 FRAME: 0033

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SCHEDULE A

Country	Trademark	Record #	Status	App.#	App.Date	Reg.#	Reg.Date	Class	Current Title	Title Process	Target Title
TAIWAN	WATCH STATION INTERNATIONAL	58129.00493/	Registered	87031510	29-Jun-1998	125273	01-Jul-2000	35	WWL/C	Not Filed	SHI INC.
TAIWAN	WATCH STATION INTERNATIONAL	58129.00930/	Registered	91046331	04-Nov-2002	11101451	16-May-2004	14	WWL/C	Not Filed	SHI INC.
UKRAINE	WATCH STATION Clock Design	58129.01012/	Registered	2003077140	01-Jul-2003	48513	15-Mar-2005	14, 35	SHI INC.	Completed	SHI INC.
UKRAINE	WATCH STATION INTERNATIONAL	58129.01013/	Registered	2003077139	01-Jul-2003	48512	15-Mar-2005	14, 35	SHI INC.	Completed	SHI INC.
UAE	WATCH STATION	58129.00509/	Registered	16342	27-May-1996	15180	11-May-1998	42	SH CORP.	In Process	WWL/C
UAE	WATCH STATION clock face logo	58129.00824/	Registered	48509	10-Jul-2002	38608	10-Jul-2002	14	SH CORP.	In Process	WWL/C
UAE	WATCH STATION INTERNATIONAL	58129.00823/	Registered	48508	10-Jul-2002	38609	10-Jul-2002	14	SH CORP.	In Process	WWL/C
UNITED KINGDOM	WATCH STATION clock face logo	58129.00954/	Registered	2328894	08-Apr-2003	2328894	08-Apr-2003	14, 35	WWL/C	Not Filed	SHI INC.
UNITED KINGDOM	WATCH STATION INTERNATIONAL	58129.00953/	Registered	2328895	08-Apr-2003	2328895	08-Apr-2003	14	WWL/C	Not Filed	SHI INC.
UNITED STATES	WATCH STATION	58129.00578/	Registered	75065105	29-Feb-1996	2141375	03-Mar-1998	42	SHI INC.	Completed	SHI INC.
VENEZUELA	WATCH STATION clock face logo	58129.00605/	Registered	19288-98	20-Oct-1998	44429	12-Apr-2004	42	SH CORP.	In Process	WWL/C
VENEZUELA	WATCH STATION INTERNATIONAL	58129.00604/	Registered	19289-98	20-Oct-1998	41451	02-Jun-2000	42	SH CORP.	In Process	WWL/C
ZIMBABWE	WATCH STATION	58129.00613/	Registered	772/96	23-Apr-1996	772/96	07-Apr-1997	42	WWL/C	Not Filed	SHI INC.
ZIMBABWE	WATCH STATION clock face logo	58129.00612/	Registered	726/98	10-Jun-1998	726/98	06-Apr-1999	42	WWL/C	Not Filed	SHI INC.
ZIMBABWE	WATCH STATION INTERNATIONAL	58129.00614/	Registered	727/98	10-Jun-1998	727/98	06-Apr-1999	42	WWL/C	Not Filed	SHI INC.

TRADEMARK

REEL: 003706 FRAME: 0034

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SCHEDULE 2

Domain Names

1. the-watch-station.com
2. thewatchstation.com
3. watch-station.com
4. watchstation-1.com
5. watchstation-online.com
6. watchstation.biz
7. watchstation.info
8. watchstation.mobi
9. watchstation.us
10. wristwatchstation.com
11. watchstation.com

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