

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
Kirchner Corporation		10/13/2009	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Richline Group, Inc.		
Street Address:	115 South MacQuesten Parkway		
City:	Mount Vernon		
State/Country:	NEW YORK		
Postal Code:	10550		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1674165	FATHER AND CHILD	
Registration Number:	3204424	MOTHER AND CHILD	
Registration Number:	3133947	"MOTHER CHILD"	
Registration Number:	1216638	MOTHER AND CHILD	
CORRESPONDENCE DATA			
Fax Number:	(208)988-3912		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	velliot@tampabay.rr.com		
Correspondent Name:	Victoria Elliot		
Address Line 1:	132 Sands Point Drive		
Address Line 4:	Tierra Verde, FLORIDA 33715		
NAME OF SUBMITTER:	Victoria Elliot		
Signature:	/Victoria Elliot/		
Date:	10/22/2009		

OP \$115.00 1674165

Total Attachments: 6

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ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is made effective this 13th day of October 2009 by KIRCHNER CORPORATION, a Minnesota corporation with its principal place of business at 6009 Wayzata Blvd., Suite 105, Minneapolis, Minnesota 55416 ("Assignor"), in favor of RICHLINE GROUP, INC., a Delaware corporation with its principal place of business at 115 South MacQuesten Parkway, Mount Vernon, New York 10550 ("Assignee").

WHEREAS, Assignor has adopted, used and is using all of the trademarks and service marks as applied for and/or registered with the United States Patent and Trademark Office as listed on Schedule A annexed hereto and all common law rights associated therewith (the "Marks"); and

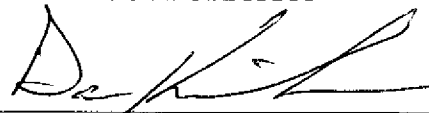
WHEREAS, Assignor desires to assign all the right, title and interest of Assignor in and to the Marks together with the goodwill of the business symbolized by the Marks to Assignee, and Assignee desires to accept such assignment in accordance herewith.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set unto Assignee all right, title and interest of Assignor in and to the Marks, together with the good will of the business symbolized by the Marks, including but not limited to any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, as well as all rights to sue and recover damages for past, present or future infringements or misappropriations thereof.

Assignor and its successors and assign shall execute and deliver to Assignee any reasonably necessary further documents and instruments and shall take any reasonable further actions which may be necessary to effect the foregoing assignment or the recordation or perfection thereof at Assignee's expense. This Assignment may be executed in counterparts, each of which shall be deemed to be an original but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives effective on the date first above written.

KIRCHNER CORPORATION

By: 
Dan Kirchner, President

RICHLINE GROUP, INC.

By: 
Dennis Ulrich, Chief Executive Officer

AGREEMENTS

between

**RICHLINE GROUP, INC. ("Richline"),
JANEL RUSSELL DESIGNS, INC. ("JRD") and
KIRCHNER CORPORATION ("Kirchner")**

SCHEDULE A

Kirchner's Intellectual Property

Name of Trademark or Copyright	Registration No.	Trademark Goods	Image	Deadlines
FATHER AND CHLD	U.S. Reg. 1,674,165	Jewelry	Word Mark—no image.	Renewal Deadline – 2/4/2012
MOTHER AND CHILD	U.S. Reg. 3,204,424	Jewelry, namely, diamonds	Word Mark—no image.	Declaration 8 Deadline – 1/130/2013
MOTHER AND CHILD	U.S. Reg. 3,133,947	Jewelry, namely, diamonds.	<i>"Mother & Child"</i>	Declaration 8 Deadline – 8/22/2012
MOTHER AND CHILD	AU Reg. 713137	Jewelry	Word Mark—no image.	Renewal Deadline – 7/8/2016
MOTHER AND CHILD	BX Reg. 633210	Forks, Spoons and knives of precious metal for babies; sculptures, staturaries and statues of precious metal; jewelry; decorative boxes made of precious metals; baby cups made of precious metals; dishes made of precious metals; and picture frames made of precious metals	Word Mark—no image.	Renewal Deadline – 1/7/2018

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Kirchner’s Intellectual Property

Name of Trademark or Copyright	Registration No.	Trademark Goods	Image	Deadlines
MOTHER AND CHILD	CA Reg. 510915	Jewelry	Word Mark—no image	Renewal Deadline – 4/15/2014
MOTHER AND CHILD	CN Reg. IR837388	Jewelry	Word Mark—no image	N/A
MOTHER AND CHILD	EU Reg. IR837388	Jewelry	Word Mark—no image	N/A
MOTHER AND CHILD	IN Reg. 1678252	Precious metals and their alloys and goods in precious metals or coated therewith, not included in other classes; jewelry, precious stones; horological and chronometric instruments	Word Mark—no image	N/A
MOTHER AND CHILD	WO Reg. IR837,388	Jewelry	Word Mark—no image	Renewal Deadline – 10/15/2014
MOTHER AND CHILD	JP Reg. IR837,388	Jewelry	Word Mark—no image	N/A
MOTHER AND CHILD	MX Reg. 637218	Precious metals and their alloys and goods in precious metals or coated therewith, not included in other classes; jewelry, precious stones; horological and chronometric instruments	Word Mark—no image	Renewal Deadline – 6/25/2017

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Name of Trademark or Copyright	Registration No.	Trademark Goods	Image	Deadlines
MOTHER AND CHILD	NZ Reg. 750434	Precious metals and their alloys and goods in precious metals or coated therewith, not included in other classes; jewelry, precious stones; horological and chronometric instruments	Word Mark—no image	N/A
MOTHER AND CHILD	ZA Reg. 9610007	Jewelry	Word Mark—no image	Renewal Deadline – 7/24/2016
MOTHER AND CHILD	GB Reg. 2122708	Jewelry, precious stones; articles of precious metal or coated therewith, imitation and costume jewelry; lockets and parts and fittings for all the aforesaid goods; none being in the form of or bearing representations of human figures.	Word Mark—no image	Renewal Deadline – 2/4/2017
MOTHER AND CHILD	U.S. Reg. 1,216,638	Jewelry	Word Mark—no image	Renewal Deadline – 11/16/2012

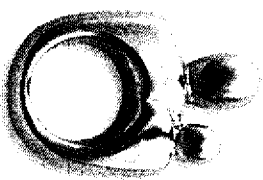
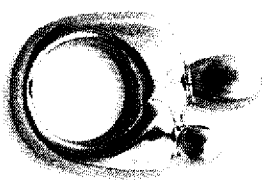
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Name of Trademark or Copyright	Registration No.	Trademark Goods	Image	Deadlines
MOTHER AND CHILD BY JANEL RUSSELL	GB Reg. 2,174,231	Jewellery, precious stones; articles of precious metal or coated therewith; imitation and costume jewellery; lockets and parts and fittings for all the aforesaid goods.	Word Mark—no image 	Renewal Deadline— 8/6/2018
Father & Child	VA0000489472			
Father & Child	VA0000376042			

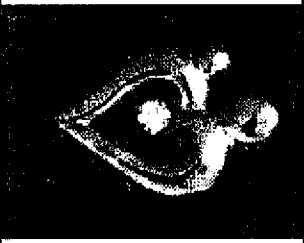
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Name of Trademark or Copyright	Registration No.	Trademark Goods	Image	Deadlines
Mother & Child	VA00000906419			
The Mother & Child Diamond Promotional Kit	PA0001293787		N/A	

Domain Name	Registrar	Registrant	Creation Date	Expiration Date
Motherandchild.com	Network Solutions	Kirchner	10/25/1996	10/24/2012
Motherandchilddiamond.com	Network Solutions	Kirchner	8/10/2004	8/10/2012
Motherandchilddiamond.org	Network Solutions	Kirchner	8/10/2004	8/10/2012
Motherandchilddiamond.net	Network Solutions	Kirchner	8/10/2004	8/10/2012