

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
Old Delaware Jewels Inc.		06/01/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	FL Acquisitions, LLC		
Street Address:	773 Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10065		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1636486	FRED LEIGHTON	
Registration Number:	1645941	FRED LEIGHTON	
CORRESPONDENCE DATA			
Fax Number:	(212)246-8959		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2127081870		
Email:	lbryer@ladas.com		
Correspondent Name:	Lanning G. Bryer		
Address Line 1:	26 West 61st Street		
Address Line 4:	New York, NEW YORK 10023		
ATTORNEY DOCKET NUMBER:	NTMA 101008:753		
NAME OF SUBMITTER:	Lanning G. Bryer		
Signature:	/lgb/		
Date:	08/10/2010		

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Total Attachments: 5

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UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, OLD DELAWARE JEWELS INC. (formerly known as FRED LEIGHTON HOLDING, INC.), a corporation organized under the laws of the State of Delaware, United States of America, located at 766 Madison Avenue, 5th Floor, New York, New York 10021, United States of America, [hereinafter called the ASSIGNOR] has adopted and used the Trademark[s] registered in the United States Patent and Trademark Office:

(Set forth on the attached schedule)

AND WHEREAS, FL ACQUISITIONS, LLC, a limited liability company organized and existing under the laws of the State of Delaware, United States of America, located at 773 Madison Avenue, New York, New York 10065, United States of America, [hereinafter called the ASSIGNEE] is desirous of acquiring the right, title and interest in and to the said trademark[s] and the registration[s] thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, all right, title and interest in and to the said trademark[s] and registration[s] thereof, together with that part of the goodwill of the ASSIGNOR'S business connected with the use of and symbolized by the said trademark[s].

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 1ST day of June 2010

OLD DELAWARE JEWELS INC.

By Mentorahoe Spoke
[Title]

CORPORATE ACKNOWLEDGMENT

UNITED STATES OF AMERICA]
STATE OF *NY*] SS:
COUNTY OF *NYC*]

On this *17* day of *June* 20 *10* before me personally appeared *Maureen Donahoe*, to me known, who, being by me duly sworn, did depose and say that he/she is the *✓* of the corporation described in the foregoing instrument; that he/she executed said instrument on behalf of the said corporation; that he/she is authorized to execute an instrument of this nature by order of the Board of Directors of the corporation.

Christine A. Clancy
Notary Public

CHRISTINE A. CLANCY
Notary Public, State of New York
No. 01CL6115367
Qualified in Westchester County
Commission Expires ~~Sept. 7, 20~~

March 14, 2013

[SEAL]

ASSIGNOR

TRADEMARK
REEL: 004257 FRAME: 0523

UNITED STATES OF AMERICA

S C H E D U L E

FRED LEIGHTON

No. 1636486

Dated: February 26, 1991

FRED LEIGHTON

No. 1645941

Dated: May 28, 1991

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

ALLAN S. PILSON	DANIEL F. ZENDEL
LANNING G. BRYER	DENNIS S. PRAHL
BHARATI BAKSHANI	MARY A. MOY
SCOTT J. LEBSON	RALPH H. CATHCART
MICHAEL A. CORNMAN	JAY A. BONDELL

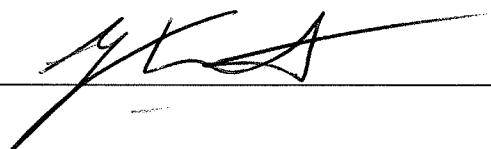
members of the Bar of the State of New York, c/o Ladas & Parry LLP, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

FRED LEIGHTON

No. 1636486

Dated: February 26, 1991

FL ACQUISITIONS, LLC

By  CEO
[Title]

2nd June 2010
[Date]

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

ALLAN S. PILSON	DANIEL F. ZENDEL
LANNING G. BRYER	DENNIS S. PRAHL
BHARATI BAKSHANI	MARY A. MOY
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FRED LEIGHTON No. 1645941 Dated: May 28, 1991

FL ACQUISITIONS, LLC

By  CEO
[Title]

2nd June 2010
[Date]

TRADEMARK