

07-27-1998

FORM PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

100775883

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Cofre, Inc.
33-20 48th Avenue
Long Island City, NY 11101

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State New York
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Andover Apparel Group, Inc.
Internal Address: _____
Street Address: 1333 Broadway
City: New York State: NY ZIP: 10018

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Name Change November 25, 1997
 Execution Date: Assignment: June 9, 1998

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,394,960

U.S. Patent & TMO/™ Mail Rpt. Dt. #6



07-09-1998

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Naomi Rhodes
Internal Address: 16th Floor
Shack & Siegel, P.C.
Street Address: 530 Fifth Avenue
City: New York State: NY ZIP: 10036

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

07/24/1998 JSHABAZZ 0000030 1394960

DO NOT USE THIS SPACE

40.00 DP

9. Statement and signature.
 To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Naomi Rhodes
 Name of Person Signing

Naomi Rhodes
 Signature

7/9/1998
 Date

Total number of pages comprising cover sheet:

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK

REEL: 1758 FRAME: 0740

Name Change from Cofre, Inc. to
TICKLE ME, INC.

MRO 7-9-98

**ASSIGNMENT
OF UNITED STATES TRADEMARKS**

WHEREAS, Cofre, Inc., a corporation organized and existing under the laws of the State of New York, with its principal place of business located at 33-20 48th Avenue, Long Island City, New York 11101; and

WHEREAS, Cofre, Inc. duly filed an amendment with the Secretary of State of the State of New York on November 25, 1997 to change its corporate name to Tickle Me, Inc., and its principal place of business to 141 West 36th Street, 6th Floor, New York, NY 10018 (hereinafter referred to as "Assignor"); and

WHEREAS, Tickle Me, Inc. owns the entire right, title and interest in and to the trademarks in the United States identified by the application serial numbers and registration numbers on the attached Schedule A in the United States Patent and Trademark Office (hereinafter called the "Trademarks"); and

WHEREAS, Andover Apparel Group, Inc., a corporation organized and existing under the laws of the State of Delaware, with its principal place of business located at 1333 Broadway, New York, New York 10018 (hereinafter referred to as "Assignee"), is desirous of acquiring the Trademarks together with the goodwill of the business with which the Trademarks are used and which are symbolized by the Trademarks

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the Assignor, the Assignor by these presents hereby sells, transfers, conveys and assigns unto the Assignee its entire right, title and interest in and to the Trademarks thereof as specifically identified on Schedule A and the right to recover for past infringement of the Trademarks and the goodwill of the business in connection with which the Trademarks are used and which are symbolized thereby.

Dated: June 9, 1998

TICKLE ME, INC.

By: 

David Coleman
Chief Executive Officer

SCHEDULE A

<u>TRADEMARK</u>	<u>FILE DATE</u>	<u>SERIAL NO.</u>	<u>REG. DATE</u>	<u>REG. NO.</u>
TICKLE ME!	May 3, 1985	73-535,576	May 27, 1986	1,394,960

SHACK & SIEGEL, P. C.

Counselors-at-Law

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U.S. Patent & TMOfr: TM Mail Rcpt. Dt: '64



07-09-1998

July 7, 1998

VIA EXPRESS MAIL: EM563057045US

Assistant Commissioner of Trademarks
Box Assignments
Washington, DC 20231

Re: Assignment of Registration from Cofre, Inc. to Andover Apparel Group, Inc.

Dear Sirs:

I am enclosing for recordation a copy of the executed and acknowledged assignment of trademarks from Cofre, Inc. to Andover Apparel Group, Inc. together with the Recordation Form Cover Sheet and a check in the amount of \$40.00 in payment of the requisite filing fee.

Kindly acknowledge receipt of the enclosed by stamping and returning to the undersigned the stamped, self-addressed postcard provided.

Very truly yours,

Naomi S. Rhodes
Legal Assistant

Enclosures

RECORDED: 07/09/1998

TRADEMARK
REEL: 1758 FRAME: 0744