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See original documents or copy thereof.

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):

Zanzara International, Ltd.
15 South Aberdeen Street
Chicago, Illinois 60607

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

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

2. Name and address of receiving party(ies):

COPY/FINANCE
Name: XYZ INC. L.L.C.

Internal Address: _____

Street Address: 15 South Aberdeen Street

City: Chicago State: IL ZIP: 60607

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

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 _____

Execution Date: February 3, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
XYZ INC & DESIGN
Application No. 75/488740

B. Trademark registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: HOFFMANN & DINEFF, LTD.

Internal Address: Suite #370, 3rd Floor

Street Address: 820 West Jackson Blvd.

City: Chicago State: IL ZIP: 60607

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: _____

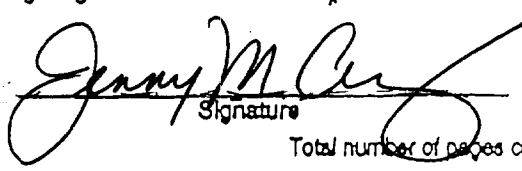
(Attach duplicate copy of this page if paying by deposit account)

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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.

Jenny Marie Cruz
Name of Person Signing


Signature

2/5/99
Date

Total number of pages comprising cover sheet: 2

ASSIGNMENT

WHEREAS, **ZANZARA INTERNATIONAL, LTD.**, an Illinois Corporation, whose address is 15 South Aberdeen Street, Chicago, Illinois 60607, is the owner of the following trademark application in the United States Patent and Trademark Office:

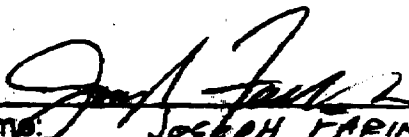
XYZ INC & DESIGN **Application Number 75/488740**

AND WHEREAS, **XYZ INC. L.L.C.**, an Illinois limited liability company, whose address is 15 South Aberdeen Street, Chicago, Illinois 60607, is desirous of acquiring said mark.

NOW, THEREFORE, in consideration of the sum of *Ten Dollars \$10.00* and other good and valuable consideration, **ZANZARA INTERNATIONAL, LTD.** hereby assigns to **XYZ INC. L.L.C.**, all right, title and interest in the United States in and to said mark, together with the goodwill of the business symbolized by said mark.

Signed at Chicago, this 3 day of February, 1999.

ZANZARA INTERNATIONAL, LTD.

By: 
Name: JOSEPH FARINELLA
Title: CO-OWNER