

01-07-2003



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): COOGI IP PTY LTD 12-16-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other Corporation-Australia
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: COOGI PARTNERS, LLC
Internal
Address:
Street Address: 43 William Street
City: Brooklyn State: NY Zip: 11205
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other Limited Liability Company - New York
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: November 7, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
78/160740; 78/160741; 78/160743;
78/160744; 78/160745
Additional number(s) attached Yes No

B. Trademark Registration No.(s)
2569827
2522925
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: William H. Cox
Internal Address: Janvey, Gordon, Herlands Randolph & Cox, LLP
Street Address: 355 Lexington Avenue
City: New York State: NY Zip: 10017

6. Total number of applications and registrations involved: 7
7. Total fee (37 CFR 3.41) \$ 190
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.

William H. Cox
Name of Person Signing

Signature

12/13/02
Date

Total number of pages including cover sheet, attachments, and document: 3

01/06/2003 LHMULLER 00000233 78160740

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521
02 FC:8522

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TRADEMARK
REEL: 2643 FRAME: 0713

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is entered into by **Coogi IP Pty Ltd** (ACN 060 149 902) (Subject to Deed of Company Arrangement), a Victorian corporation with offices located at 452 Johnston Street, Abbotsford, Victoria, Australia ("Assignor"), as assignor, in favor of **Coogi Partners LLC**, a New York corporation care of James Khezrie, 43 Hall Street, Brooklyn, New York, United States of America, 11205 ("Assignee"), as assignee, with reference to the following facts and circumstances:

Assignor is the proprietor of the following Trademark Registrations and the applicant seeking registration of the following Trademark Applications in the United States (the "Trademarks"):

<u>Trademark:</u>	<u>Registration No.:</u>	<u>Issue Date:</u>
Circle Device	2569827	14 May 2002
SOUL OF AUSTRALIA	2522925	25 December 2001

<u>Trademark:</u>	<u>Serial No.:</u>	<u>Filing Date:</u>
COOGI	78/160745	4 September 2002
COOGI	78/160744	4 September 2002
COOGI	78/160743	4 September 2002
COOGI	78/160741	4 September 2002
COOGI	78/160740	4 September 2002

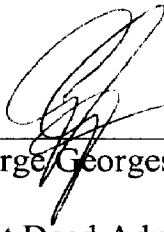
WHEREAS, Assignee has acquired all right, title and interest in and to the Trademarks and related rights.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby confirm the assignment and transfer unto Assignee of all right, title and interest of Assignor in and to the Trademarks, including without limitation the Trademark Registrations and Applications identified above, together with the goodwill of the business symbolized by the marks and that portion of the Assignor's business to which the marks pertain, as well as its entire right, title and interest in and to all State registrations of the marks heretofore granted or applied for, and any and all common law rights to the Trademarks in the United States and any State thereof.

Assignor does hereby expressly agree that procedures be taken with the United States Patent and Trademark Office singly by Assignee to record the transfer of the Trademarks to Assignee.

In testimony whereof, Assignor has caused this Assignment to be executed by its officer(s) thereunto duly authorized.

Dated: 7 November 2002

By: 
Name: George/Georges
Title: Joint Deed Administrator