

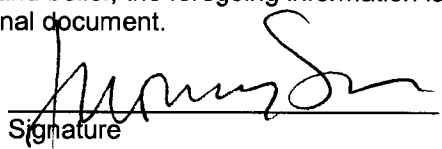
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To the Director, U.S. Patent and Trademark Office

Documents or copy thereof.

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<p>1. Name of conveying party(ies): (List using letters or numbers for multiple parties)</p> <p>Ermine Investments of California, Inc.</p> <p style="text-align: center;">9-10-04</p> <p>() Individual () General Partnership () Association () Limited Partnership () Other: (x) Corporation of: California</p> <p>Additional name(s) of conveying party(ies) attached? () Yes (X) No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Fera International Corp. Internal Address: Street Address: 3521 Challenger Street City: Torrance State: CA ZIP: 90503</p> <p>() Individual () General Partnership () Association () Limited Partnership () Other: (x) Corporation of: California</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: () Yes (X) No</p> <p>Additional name(s) and address(es) attached? () Yes (X) No</p>
<p>3. Nature of conveyance:</p> <p>(x) Assignment () Security Agreement () Merger () Change of Name () Other:</p> <p>Execution Date: (List as in section 1 if multiple signatures) June 21, 2004</p>	<p>4. Application number(s) or registration number(s):</p> <p>a. Trademark Application No(s):</p> <p>b. Trademark Registration No(s): 2,045,064</p> <p>Additional numbers attached? () Yes (X) No</p>
<p>5. Party to whom correspondence concerning document should be mailed:</p> <p>Customer No. 20,995 Return Fax: (949) 760-9502 Attorney's Docket No.: FERAINT.016T</p>	<p>6. Total number of applications and registrations involved: one</p> <p>7. Total fee (37 CFR 1.21(h)): \$40 (X) Enclosed</p>
<p>8. Deposit account number: 11-1410</p> <p>Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>	
<p>9. Statement and signature.</p> <p>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.</p> <p>Thomas F. Smegal, Jr.  9/17/04 Name of Person Signing Signature Date</p> <p style="text-align: center;">Total number of pages including cover sheet, attachments and document: 3</p>	

Documents transmitted via Mail to be recorded with required cover sheet information to:

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Mail Stop Assignment Recordation Services

Director, U.S. Patent and Trademark Office

P.O. Box 1450

Alexandria, VA 22313-1450

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks, effective this 21st day of June, 2004 ("Agreement") is made by and between Ermine Investments of California Inc., a California corporation ("Assignor"), having its principal offices at 15225 Alton Parkway, Suite 100, Irvine, CA 92618, and Fera International Corp., a California corporation, ("Assignee"), having its principal offices at 3521 Challenger Street, Torrance, CA 90503.

RECITALS

A. Assignor to the best of its knowledge and belief, the owner of the trademark COUNTY CLOTHING CO. & design ("Trademarks"), including, but not limited to, the following registrations:

<u>Country</u>	<u>Mark</u>	<u>Registration Number</u>
CANADA	COUNTY CLOTHING CO. & design	TMA485371
UNITED STATES	COUNTY CLOTHING CO. & design	2,045,064

B. Assignee is desirous of acquiring said Trademarks;

TERMS

The parties agree as follows:

1. Assignment.

1.1. Assignor hereby assigns to Assignee, and Assignee hereby accepts from Assignor, all right, title and interest in and to said Trademarks together with the goodwill of the business symbolized by said Trademarks and registrations thereof.

2. Consideration.

2.1. Assignee will pay to Assignor a minimum amount of Seven Hundred Fifty Thousand Dollars (US\$750,000.00) ("Base Price").

2.2. Should the accumulated earnings before taxes ("Earnings") as defined herein, equal to or exceed One-million Five Hundred Thousand dollars (US\$1,500,000.00) for the period beginning the effective date of this Agreement through December 31, 2007, Assignee shall pay to Assignor an amount of Five Hundred Thousand Dollars (US\$500,000.00) as additional consideration ("Additional Payment").

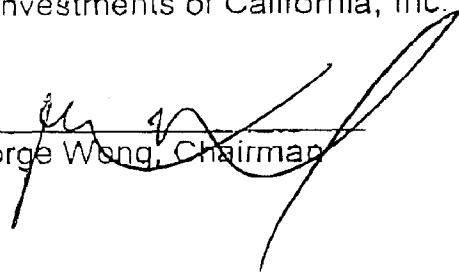
IN WITNESS WHEREOF, this Agreement has been executed and delivered as of the day and year first above written.

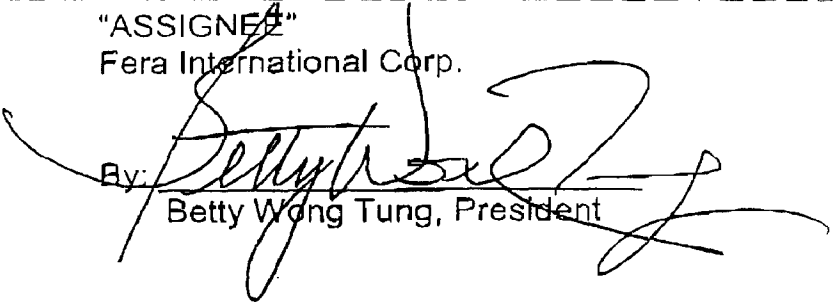
"ASSIGNOR"

Ermine Investments of California, Inc.

"ASSIGNEE"

Fera International Corp.

By 
George Wong, Chairman

By: 
Betty Wong Tung, President