

**TRADEMARK ASSIGNMENT**

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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Berkshire Fashions, Inc.		04/14/2005	CORPORATION: NEW JERSEY
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Equalizer Accessories, Ltd.		
<b>Street Address:</b>	930 New Durham Road		
<b>City:</b>	Edison		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	08817		
<b>Entity Type:</b>	CORPORATION: NEW JERSEY		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	76568271	BLUE INTIMATES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(732)634-3511		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	7326343520		
<b>Email:</b>	jsutton@ezrasutton.com		
<b>Correspondent Name:</b>	Joseph E. Sutton		
<b>Address Line 1:</b>	900 Rt. 9 North		
<b>Address Line 4:</b>	Woodbridge, NEW JERSEY 07095		
<b>NAME OF SUBMITTER:</b>	Joseph E Sutton		
<b>Signature:</b>	/Joseph E Sutton/		
<b>Date:</b>	05/19/2005		

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Total Attachments: 2

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**U.S. TRADEMARK ASSIGNMENT**

**WHEREAS, BERKSHIRE FASHIONS, INC.** (hereinafter "**Assignor**"), a New Jersey corporation, with offices at 930 New Durham Road, Edison, New Jersey , 08817 is the owner of the entire right, title, and interest in and to the following trademark, trademark application, and the goodwill associated therewith:

**BLUE INTIMATES      U.S. Appln. No. 76/568,271      Filed: December 22, 2003**

**WHEREAS, EQUALIZER ACCESSORIES, LTD.** (hereinafter "**Assignee**"), a New Jersey corporation, having a place of business at 930 New Durham Road, Edison, New Jersey , 08817 is desirous of acquiring the entire right, title, and interest in and to said trademark, trademark application, and the goodwill associated therewith;

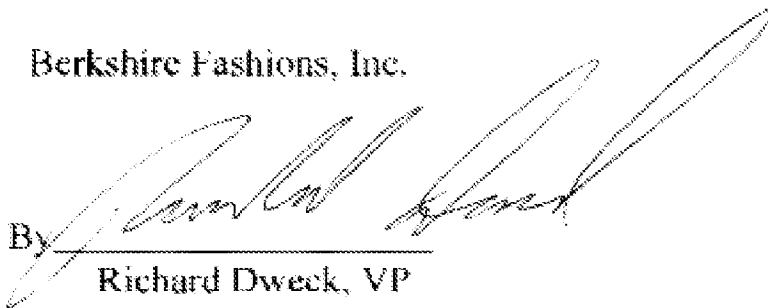
**NOW, THEREFORE,** for good and valuable consideration, receipt of which is hereby acknowledged, **Assignor** does hereby assign and transfer to **Assignee** all of its right, title, and interest in and to said trademark, trademark application, and the goodwill associated therewith; and

**TRADEMARK  
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Assignor agrees to perform all reasonable and proper acts at the request and expense of Assignee, which Assignee may require in order to vest all of Assignor's right, title, and interest in and to said trademark and trademark application in Assignee or its successor.

IN WITNESS WHEREOF, I have set my signature hereto:

Berkshire Fashions, Inc.

By  Richard Dweck, VP

On this 14<sup>th</sup> day of ~~March~~ April, 2005, before me appeared the person who signed this instrument, who is authorized to sign this instrument on behalf of the identified corporation, who being sworn, acknowledged that he signed this instrument as a free act.



Notary Public