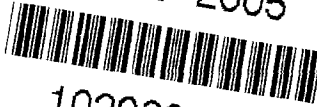


03-30-2005



Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

102969124

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

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

30803

1. Name of conveying party(ies)/Execution Date(s):

Summit Resource Imports, LLC

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

Citizenship (see guidelines) _____

Execution Date(s) March 15, 2005

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: SmartBargains, Inc.

Internal Address: _____
Address: _____

Street Address: 10 Milk Street

City: Boston

State: MA

Country: USA Zip: 02108

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship _____
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)

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)

78491211

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Nero Bianco

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

Name: Marguerite Hill

Internal Address: _____

Street Address: 10 Milk Street

City: Boston

State: MA Zip: 02108

Phone Number: 617-695-7308

Fax Number: 617-456-2919

Email Address: phill@smartbargains.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature: Marguerite Hill

3/17/05

Marguerite J. Hill, Vice President, Legal Counsel
Signature
Name of Person Signing

Date

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

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

03/29/2005 ECDOPER 0000053 78491211

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**TRADEMARK
REEL: 003140 FRAME: 0039**

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT between **SUMMIT RESOURCE IMPORTS, L.L.C.**, a Montana limited liability corporation ("ASSIGNOR"), and **SMARTBARGAINS, INC.**, a Delaware corporation ("ASSIGNEE").

WHEREAS, Summit Resource Imports, L.L.C. of 2311 South Seventh Avenue, Building 3, Bozeman, Montana 59715, hereinafter "ASSIGNOR", has a bona fide intention to use the mark **NERO BIANCO** (the "Mark") in interstate commerce and has filed an application with the United States Patent and Trademark Office on September 29, 2004 based on its bona fide intent to use such mark in commerce, which application has been given Serial No. 78491211, but has not yet filed an allegation of use of the mark under Section 1(c) or 1(d) of the Trademark Act; and

WHEREAS, SmartBargains, Inc. of 10 Milk Street, Boston, MA 02108, hereinafter "ASSIGNEE", is acquiring the entire business or portion thereof to which the mark pertains as required by 15 U.S.C., Section 1060;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby sell, assigns and transfers to ASSIGNEE, its successors, assigns and legal representatives, its entire right, title and interest in and to the Mark as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C., Section 1060. This assignment to be effective as of February 1, 2005.

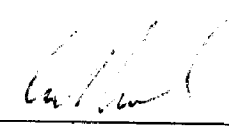
ASSIGNOR hereby agrees for itself, its successors, assigns and other legal representatives, promptly upon request of the ASSIGNEE, its successors, assigns or other legal representatives, to execute and deliver, or have executed and delivered, without further compensation any power of attorney, assignment, or other lawful documents and any further assurances that may be deemed necessary by the ASSIGNEE, its successors, assigns or other legal representatives, fully to secure to ASSIGNEE and its successors, assigns or other legal representatives, the entire right, title and interest as aforesaid in and to the Mark and any and all U.S. and foreign equivalents that have been or may be granted in and to the Mark.

ASSIGNOR hereby covenants and agrees that it shall cease and refrain from all use of the Mark in all countries of the world as of the date hereof.

ASSIGNOR authorizes and requests the Commissioner of Patents and Trademarks of the United States, and any official of any country or countries foreign to the United States, whose duty it is to register trademarks, to record ASSIGNEE as the assignee and owner of the Mark.

* * * * *

IN WITNESS WHEREOF, the undersigned have caused this Assignment to be signed and executed by the undersigned officers thereunto duly authorized.

| | |
|------------------------------|--|
| Dated: <u>March 15, 2005</u> | SUMMIT RESOURCE IMPORTS, L.L.C. By: <u></u> Name: <u>STEVE NAIDICH</u> Title: <u>PRESIDENT</u> |
|------------------------------|--|

Atty. Docket : SMART-28
Date: March 1, 2005

Docket # _____
Examiner: Unknown

MARK: NERO BIANCO

Serial No. 78491211

The stamp of the Patent Office hereon may be taken as acknowledging the receipt, on the date stamped, of the following:

- Copy of Executed Assignment to Smart Bargains, Inc.
- A check in the amount of \$40.00 check to cover Assignment Recordation Return postcard.
- Request for Recordation of Assignment Cover Sheet for Trademarks

Atty: Marguerite Hill

SmartBargains, Inc.

TRADEMARK

REEL: 003140 FRAME: 0042

RECORDED: 03/28/2005