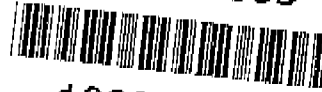


06-03-2005

Form PTO-1594 (Rev. 03/05)  
OMB Collection 0651-0027 (exp. 6/30/2005)

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



REC-1  
TRADEMARK  
103014345

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

50.2.7

1. Name of conveying party(ies):

Carol Anderson, Inc.

- Individual(s)
- General Partnership
- Corporation- State: California
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) May 20, 2005

- 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: Carol Anderson Licensing, LLC

Internal

Address: \_\_\_\_\_

Street Address: 18915 Laurel Park Road

City: Rancho Dominguez

State: California

Country: U.S.A.

Zip: 90220

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other Limited Liability C Citizenship California

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)

B. Trademark Registration No.(s)

2,777,259

Additional sheet(s) attached?  Yes  No

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

OLD MAUI BRAND and Design

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

Name: Kelly J. Kubasta

Internal Address: \_\_\_\_\_

Sidley Austin Brown & Wood, LLP

Street Address: 717 North Harwood, Suite 3400

City: Dallas

State: Texas

Zip: 75201

Phone Number: 214 981-3391

Fax Number: 214 981-3400

Email Address: kkubasta@sidley.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 18-1260

Authorized User Name Kelly J. Kubasta

9. Signature:

Signature

June 1, 2005

Date

Kelly J. Kubasta

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (703) 306-6995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 181260 2777259

FROM :

FAX NO. :

Feb. 28 2003 10:24AM P2

## TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement ("Assignment"), effective May 20, 2005, ("Effective Date") is by and between CAROL ANDERSON, INC., a California corporation with its principal place of business at 18915 Laurel Park Road, Rancho Dominguez, California 90220 ("CA INC") and CAROL ANDERSON LICENSING, LLC, a California limited liability company with its principal place of business at 18915 Laurel Park Road, Rancho Dominguez, California 90220 ("CAL LLC").

WHEREAS, CA INC has adopted and used certain trademarks, service marks and trade names at common law, and registered on state and federal trademark registers in various countries ("Trademarks"), as referenced in the schedule attached hereto as Exhibit A; and

WHEREAS, CAL LLC is desirous of acquiring said Trademarks and any applications thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, CA INC hereby sells, assigns and transfers to CAL LLC, its successors, assigns and legal representatives, all world-wide right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized thereby, all rights to sue for past infringement of said Trademarks, and all causes of action (either at law or equity) with respect thereto, the right of recovery, including but not limited to damages, for such past infringement, and the right to assign the rights conveyed herein, the same to be held and enjoyed by CAL LLC for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives.

CA INC hereby authorizes CAL LLC to record ownership of the Trademarks directly in CAL LLC's own name in any jurisdiction, municipality, or agency, in which recordation is required.

CA INC will from time-to-time after the Effective Date, upon request of CAL LLC, execute, acknowledge, and deliver all such further deeds, assignments, transfers, conveyances, powers of attorney and assurances, and take such further action as may be required to carry out the intent of this Assignment, and to transfer and vest title to any trademark being transferred hereunder, and to protect the right, title, and interest in and enjoyment of all the Trademarks assigned hereunder.

FROM :

FAX NO. :

Feb. 28 2003 10:25AM P3

By signature below, the parties affirm agreement to these terms

CAROL ANDERSON, INC.

By: [Signature]

Its: CEO

Date: 5/20/05

AGREED AND ACCEPTED:

CAROL ANDERSON LICENSING, LLC

By: [Signature]

Its: CEO



Date: 5/20/05

FROM :

FAX NO. :

Feb. 28 2003 10:25AM P4





**EXHIBIT A  
TRADEMARK REGISTRATIONS AND APPLICATIONS  
SUBJECT TO THE TRADEMARK ASSIGNMENT AGREEMENT**

Mark	Country	Reg. No. / App. No.	Classes	Goods/Services
<p>OLD MAUI BRAND &amp; Design</p> 	Australia	Reg. No. 889,668	09  25	<p>"Spectacles and sunglasses; frames for eyeglasses and sunglasses, and cases for eyeglasses and sunglasses"</p> <p>"Clothing, including jackets, sweaters, vests, sweat shirts, sweat pants, shirts, blouses, T-shirts, pants, shorts, skirts, skorts, dresses, hats and footwear"</p>
<p>OLD MAUI BRAND &amp; Design</p> 	Canada	App. No. 1,116,081	03  09  14  18  25  30	<p>"Perfume, cologne and cosmetics, namely eye shadow, lipstick, lip gloss, blush, nail polish, nail polish remover, loose facial powder, moisturizer in the form of Vitamin E stick for application to the face and body, eye makeup remover, facial cleanser, astringent for cosmetic purposes, skin moisturizer, bath gel, bath oil, bath powder, bubble bath and body lotion"</p> <p>"Frames for eyeglasses and sunglasses, and cases for eyeglasses and sunglasses"</p> <p>"Watches, watch bands and straps, bracelets, brooches, jewelry pins, jewelry, jewelry chains, rings, watch chains, charms, earrings and necklaces"</p> <p>"Purses, handbags, backpacks, fanny packs, tote bags, cosmetic cases sold empty, toiletry cases sold empty, coin purses and wallets"</p> <p>"Clothing, namely jackets, sweaters, vests, sweat shirts, sweat pants, shirts, blouses, T-shirts, pants, shorts, skirts, skorts, dresses, hats and shoes"</p> <p>"Coffee, whole coffee beans, ground coffee and coffee drinks"</p>

FROM :

FAX NO. :


Feb. 28 2003 10:25AM P5

Mark	Country	Reg. No. / App. No.	Classes	Goods/Services
			32	"Water, flavored water, seltzer water, carbonated water, soda water, mineral water, aerated water, spring water and drinking water"
<p>OLD MAUI BRAND &amp; Design</p> 	European Union	Reg. No. 2,385,920	09  25  32	<p>"Frames for eyeglasses and sunglasses, and cases for eyeglasses and sunglasses"</p> <p>"Clothing, namely jackets, sweaters, vests, sweat shirts, sweat pants, shirts, blouses, T-shirts, pants, shorts, skirts, skorts, dresses, hats and shoes"</p> <p>"Water, flavored water, seltzer water, carbonated water, soda water, mineral water, aerated water, spring water and drinking water"</p>
<p>OLD MAUI BRAND &amp; Design</p> 	Hong Kong	Reg. No. 2003B13693	09	"Frames for eyeglasses and sunglasses"
<p>OLD MAUI BRAND &amp; Design</p> 	Hong Kong	Reg. No. 2003B13694	25	"Clothing, namely jackets, sweaters, vests, sweat shirts, sweat pants, shirts, blouses, T-shirts, pants, shorts, skirts, skorts, dresses, hats and shoes"
<p>OLD MAUI BRAND &amp; Design</p> 	Japan	Reg. No. 4,569,787	09  25	<p>"Frames for eyeglasses and sunglasses, and cases for eyeglasses and sunglasses"</p> <p>"Clothing, including jackets, sweaters, vests, sweat shirts, sweat pants, shirts, blouses, T-shirts, pants, shorts, skirts, skorts, dresses, hats and footwear"</p>
<p>OLD MAUI BRAND &amp; Design</p>	United States	Reg. No. 2,777,259	25	"Clothing, namely, jackets, sweaters, vests, sweat shirts, sweat pants, tops, blouses, pants, shorts, skirts, skorts, dresses, hats, shoes, and swimwear"

FROM :

FAX NO. :

Feb. 28 2003 10:26AM P6

Mark	Country	Reg. No. / App. No.	Classes	Goods/Services
				

**SIDLEY AUSTIN BROWN & WOOD LLP****DALLAS**

Sharon Brooks, Examiner  
November 4, 2005  
Page 2

Accordingly, we respectfully request that the recordation of assignment of Trademark Reg. No. 2,777,259 to "Carol Anderson Licensing, LLC" be completed. If there is anything further we can provide, please contact me.

Very truly yours,



Kelly J. Kubasta

KJK:ia  
Enclosure