

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	08/16/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Mendel Mendlowitz		08/16/2007	INDIVIDUAL: UNITED STATES

**RECEIVING PARTY DATA**

Name:	Adorama, Inc.
Street Address:	42 West 18th Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10011
Entity Type:	CORPORATION:

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	1877445	PRO-OPTIC
Registration Number:	1890872	BLUE REEF
Registration Number:	2961061	SLINGER
Registration Number:	3001388	PROJET

**CORRESPONDENCE DATA**

Fax Number: (212)262-5152  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-977-9700  
 Email: bfishkin@phillipsnizer.com  
 Correspondent Name: Barry H. Fishkin  
 Address Line 1: 666 Fifth Avenue  
 Address Line 4: New York, NEW YORK 10103

ATTORNEY DOCKET NUMBER: 78434/001

CH \$115.00 1877445

NAME OF SUBMITTER:	Barry H. Fishkin
Signature:	/Barry H. Fishkin/
Date:	08/21/2007
Total Attachments: 2 source=ASSGN.ADORAMA#page1.tif source=ASSGN.ADORAMA#page2.tif	

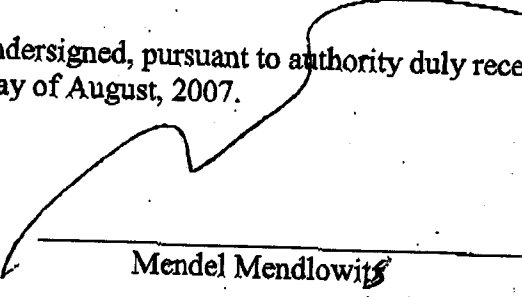
ASSIGNMENT OF TRADEMARKS

WHEREAS, Mendel Mendlowitz, having an address at 4290 17<sup>th</sup> Avenue, Brooklyn, New York 11204 ("Assignor"), is the owner of all right, title and interest in and to (1) the trademarks and United States Trademark Registrations therefor listed on Schedule A attached hereto and made a part hereof (each trademark and the registration therefor being hereinafter referred to collectively as a "Trademark") and (2) all of the goodwill of the businesses associated with the Trademarks.

WHEREAS, Adorama, Inc., a New York corporation having offices at 42 West 18<sup>th</sup> Street, New York, New York 10011 ("Assignee"), is interested in acquiring the Trademarks and all of the goodwill of the business associated therewith.

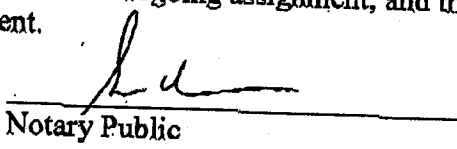
NOW, THEREFORE, in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, transfers and assigns to Assignee all of Assignor's right, title and interest in and to (1) all of the Trademarks set forth on Schedule A (including the trademark registrations therefor), (2) all of the goodwill of the businesses symbolized by the Trademarks set forth on Schedule A and (3) all rights to damages or profits arising out of past infringement of the Trademarks set forth on Schedule A or any injury to the aforesaid good will, and the right to sue for the same.

IN WITNESS WHEREOF, the undersigned, pursuant to authority duly received, has duly executed this Assignment as of the 16<sup>th</sup> day of August, 2007.

  
Mendel Mendlowitz

State of New York )  
) ss.:  
County of New York )

On the 16<sup>th</sup> day of August, 2007, before me personally appeared Mendel Mendlowitz, personally known to me, or proved to me on the basis of satisfactory evidence to be the individual whose names is subscribed to the foregoing assignment; and that he acknowledged to me that he executed the said instrument.

  
Notary Public

EDMUND GREEN  
NOTARY PUBLIC, State of New York  
No. 0165067166  
Qualified in Kings County  
Commission Expires Mar. 18, 2010

998583.1

SCHEDULE A

<u>Trademark</u>	<u>U.S. Trademark Registration No.</u>	<u>Registration Date</u>
PRO-OPTIC	1,877,445	February 7, 1995
BLUE REEF	1,890,872	April 25, 1995
SLINGER	2,961,061	June 7, 2005
PROJET	3,001,388	September 27, 2005