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1 SHEET

OMB No. 0651-0011 (exp. 4/94)



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To the Honorable Commissioner of Patents

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies).

Edward J. ANTEBY

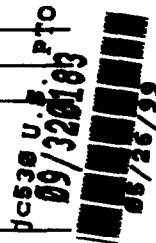
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2. Name and address of receiving party(ies)

E.S. Originals, Inc.

Address:

450 West 33rd Street
New York, New York 10001



Additional name(s) of conveying party(ies) attached? Yes No

Additional names(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Dates: April 28, 1999

4. Application number(s) or patent number(s):

A. Patent Application No.(s)

Additional numbers attached? Yes No

If this document is being filed together with a new application, the execution date of the application is: April 28, 1999.

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Alan Israel, Esq.

Address: KIRSCHSTEIN, et al.

466 West 33rd Avenue

New York, New York 10017

Handwritten: 06/08/1999 MPEPLES 00000022 093201A
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6. Total number of applications and patents involved: **1**

7. Total Fee (37 C.F.R. 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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9. Statement and signature.

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.

Alan Israel, Reg. No. 27,564
Name of Person Signing

Signature

May 26, 1999
Date

Total number of pages including cover sheet, attachments, and document: **3**

PATENT

REEL: 010002 FRAME: 0817

ASSIGNMENT

WHEREAS, EDWARD J. ANTEBY, residing at 354 Highland Avenue, Long Branch, New Jersey, 07740, ("ASSIGNOR"), hereinafter called "ASSIGNOR", represents that he is the inventor of an invention in certain new and useful improvements in

SHOE SOLE STRUCTURE

for which he has executed this 28th day of April 1999 an application for Letters Patent of the United States of America, and which said application is the only application for patent executed by him on this day; and

WHEREAS, E.S. ORIGINALS, INC., a corporation of the State of New York, having an office for the transaction of business at 450 West 33rd Street, New York, New York, 10001, hereinafter called "ASSIGNEE", desires to acquire the entire right, title and interest in and to said application, and in and to said invention described and claimed in said application, and in and to any Letters Patent which may be obtained upon said application or for said invention therein contained.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in consideration of the sum of Two (\$2.00) Dollars to him in hand paid, and of other good and valuable consideration, the receipt of all of which is hereby acknowledged, the ASSIGNOR has sold, assigned and transferred, and does hereby sell, assign and transfer unto the ASSIGNEE, its successors and assigns, the entire right, title and interest in and to said application and any continuations thereof, and in and to said invention contained in said application and any continuations thereof, and in and to any Letters Patent which may be obtained thereon or therefor in the United States of America and all foreign countries, and in and to any reissues or extensions of any Letters Patent which may be granted for said invention, the same to be held and enjoyed by the ASSIGNEE for its own use and benefit, and for the use and benefit of its successors and assigns, to the full end of the term for which said Letters Patent or any reissues or extensions thereof may be granted, as fully and as entirely as the same might be held by the ASSIGNOR had this sale not been made, and the ASSIGNOR hereby represents and warrants that he has not executed and will not execute any instrument inconsistent with the rights granted herein, and he hereby binds himself and his heirs, executors, administrators and legal representatives to execute any and all papers and instruments and to do any and all acts which may be necessary or required by the ASSIGNEE, in order to carry into full force and effect this sale, assignment and transfer, and the ASSIGNOR further represents and warrants that he hereby binds himself and his

heirs, executors, administrators and legal representatives to communicate at any time, upon request to the ASSIGNEE, its successors and assigns any facts relating to the invention and the history thereof known to him or to his heirs, executors, administrators and legal representatives, and that he will testify as to the same in any interference to obtain or any other litigation to enforce the patent or patents which may be granted for said invention when requested to do so by the ASSIGNEE, its successors or assigns.

The ASSIGNOR hereby authorizes and requests the COMMISSIONER OF PATENTS AND TRADEMARKS to issue Letters Patent which may be granted for said invention to the ASSIGNEE as the assignee of the entire right, title and interest therein.

IN WITNESS WHEREOF, the ASSIGNOR has hereunto set his hand and affixed his signature.



Edward J. ANTEBY

Dated: April 18, 1999