FORM PTO-1595 (Rev. 6-93) Docket No.- 53221-030000

Julie M. Hawkins

Sean J. Scott

1.

2-403

To the Commissioner of Patents and Trademarks: Please

Name of conveying party(ies):

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03-10-2003

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Name and address of receiving party(ies):

ACI International 5900 Rodeo Road, PO Box 78308 Los Angeles, CA 90016



Assignment Merger Security Agreement Change of Name		
Other:		
xecution Date: February 20, 2003		
Application number(s) or patent number(s):		
If this document is being filed together with a new application	, the execu	ation date of the application is: February 20, 2003
. Patent Application No.(s)	В. Р	atent No.(s)
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Additional number	ers attached?	
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concerning document should be maried.	7.	<u>Total</u> fee (37 CFR 3.41): \$40.00
Jame: Christopher Darrow		Enclosed
didress: GREENBERG TRAURIG, LLP		Authorized to be charged to deposit account
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Christopher Darrow Jame of Person Signing Sig	nature	Date
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ASSIGNMENT

WHEREAS, We, Julie M. Hawkins and Sean J. Scott, both having an address of 5900 Rodeo Road, PO Box 78308, Los Angeles, CA 90016, the undersigned inventors and the ASSIGNORS herein, have invented an ornamental design for a **SIDE ELEMENT OF A SHOE UPPER**, for which an application for a Letters Patent of the United States was executed on an even date herewith; and

WHEREAS, ACI International, is a corporation organized and existing under the laws of the State of California, having a place of business at 5900 Rodeo Road, PO Box 78308, Los Angeles, CA 90016, the ASSIGNEE herein, desires to acquire the entire right, title and interest in and to said inventions, applications and Letters Patent to be granted and issued thereon;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) by the ASSIGNEE to each of us paid, and other valuable consideration, the receipt and legal sufficiency of all of which is hereby acknowledged, We, the said ASSIGNORS, have sold and do hereby sell, assign, transfer and set over unto said ASSIGNEE, its successors and assigns, the entire right, title and interest in and to said inventions and all improvements thereon, in and to said application for Letters Patent thereon, in and to applications pertaining to or based upon said inventions and applications, including divisional and continuing applications and continuations-in-part, and in and to any and all Letters Patent which may be granted and issued on said inventions and applications, or any of them, not only for, to and in the United States of America, its territories and possessions, but for, to and in all countries foreign thereto, together with and including all priority rights based upon any and all applications in the United States of America covered by this Assignment.

And for the above-named considerations, we do hereby agree that we will, at the request of said ASSIGNEE, execute any and all applications for Letters Patent for said inventions and any and all other papers and documents and do all other and further lawful acts that said ASSIGNEE may deem necessary or desirable to obtain Letters Patent on said inventions, to secure the grant of such Letters Patent and to perfect and vest in the ASSIGNEE the entire right, title and interest in the inventions, applications and Letters Patent.

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PATENT REEL: 013815 FRAME: 0142

And for the above-named considerations, we do hereby authorize and empower the ASSIGNEE, its successors and assigns, to apply for and obtain, in its or their own names, Letters Patent for the said inventions before competent International Authorities and in any and all countries foreign to the United States in which applications for Letters Patent can be so made or Letters Patent so obtained.

Dated: <u>2-20-03</u>	Im the		
	Name: Julie M. Hawkins	_	
State of) ss County of)	Address		
County of)			
known to me or proved to me on the basubscribed to the within instrument and	personally appeared per usis of satisfactory evidence) to be the person(s) whose name(s) is/as acknowledged to me that he/she/they executed the same in his/her/her/their signature(s) on the instrument, the person(s), or the entity cuted the instrument.	re their	
WITNESS my hand and official seal.			
Notary Public Dated: 21-FOB-O3	(SEAL) Name: Sean J. Scott		
State of) ss County of)	Address		
known to me or proved to me on the basebscribed to the within instrument and	personally appeared per asis of satisfactory evidence) to be the person(s) whose name(s) is/a acknowledged to me that he/she/they executed the same in his/her/s/her/their signature(s) on the instrument, the person(s), or the entity excuted the instrument.	re their	
Williams my hand and official soul.			
Notary Public	(SEAL)		

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RECORDED: 02/24/2003