

MLD
3-13-00

04-20-2000



To the Hon. Commissioner of Patents and Trademarks

documents or copy thereof.

101326390

1. Name of conveying party(ies):
 Cristina M. Carlino
 4304 East Stanford Drive
 Phoenix AZ 85018
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date 03/06/00

2. Name and address of receiving party(ies):
 Name: philosophy, inc.
 Internal Address:
 Street Address: 4602 E. Hammond Lane
 City: Phoenix State: AZ
 Zip: 85034

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be separate from Assignment)
 Additional name(s) & address(es) attached: Yes No

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

A. Trademark Application No.(s)
75/547562

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Mark A. Carlino
 Address: Law Office of Mark A. Carlino, P.C.
2196 East Camelback Road
Phoenix, Arizona 85016
 Telephone: (602) 955-1256

6. Total number of applications and registrations involved: One

7. Total Fee (37 CFR 3.41)
 \$ 40.00
 Enclosed
 Charge deficiency to Deposit Account

8. Deposit Account No. _____
 Duplicate of this page is attached if using deposit account

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40.00 00

DO NOT USE THIS SPACE

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.

Mark A. Carlino
 Name of Person Signing

Signature

03/06/00
 Date

Total number of pages submitted: 1

ASSIGNMENT

WHEREAS, Cristina M. Carlino, a U.S. citizen, residing at 4304 East Stanford Drive, Phoenix, Arizona 85018 ("Assignor"), has intended to use the mark "DO YOU BELIEVE IN FINGERTIP FLOWERS? WHY? WHERE DID MY FINGERPRINTS COMES FROM? WHY ARE NO TWO SETS OF FINGERPRINTS ALIKE? (& DESIGN)" in interstate commerce and has filed an application with the United States Patent and Trademark Office on September 3, 1998, based on her bona fide intent to use such mark in commerce, which application has been assigned Serial No. 75/547562, but has not yet filed an allegation of use of the mark under §§1(c) or 1(d) of the Trademark Act;

WHEREAS, Assignor is assigning the mark identified above as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. §1060; and

WHEREAS, philosophy, inc., an Arizona corporation, having a principal place of business at 4602 East Hammond Lane, Phoenix, Arizona 85034 ("Assignee"), has acquired the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. §1060, and is desirous of acquiring said trademark and the pending intent-to-use application therefor.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the above-identified trademark and the goodwill of business symbolized thereby.

DATED this 6th day of March, 2000.

By: *Cristina M. Carlino*
Cristina M. Carlino

STATE OF ARIZONA)
) ss:
County of Maricopa)

The foregoing instrument was acknowledged before me this 6th day of March, 2000, by Cristina M. Carlino.

IN WITNESS WHEREOF, I have set my hand and official seal.

Elizabeth J. Harris
Notary Public

My commission expires:

