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07-31-2002
102173665

Docket No.:

Tab settings

To the Honorable Commissioner of Patents and Trademarks

Send original documents or copy thereof.

1. Name of conveying party(ies):

Philosophy, Inc.

07-07-02

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: June 28, 2002

2. Name of receiving party(ies):

Name: Jane A. Gordon

Internal Address:

Street Address: 240 Central Park South

City: New York State: NY ZIP: 10019

Individual(s) citizenship United States

Association

General Partnership

Limited Partnership

Corporation-State

Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

75/894711

B. Trademark Registration No.(s)

Additional numbers Yes No

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

Name: Tucker & Latifi, LLP

Internal Address:

Street Address: 160 East 84th Street

Suite 5-E

City: New York State: NY ZIP: 10028

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

07/20/2002 LABELLER 00000116 75894711

01 FC:481

40.00 BP

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.

Afschineh Latifi, Esq

Name of Person Signing

Afschineh Latifi

Signature

July 8, 2002

Date

Total number of pages including cover sheet, attachments, and

4

U.S. Trademark Assignment

ASSIGNMENT made this 28 day of June 2002, by Philosophy, Inc., an Arizona corporation with an office and place of business at 4602 East Hammond Lane, Phoenix, Arizona 85034 ("Assignor").

WHEREAS, Assignor is the owner of and has adopted the OH BOY mark covered under U.S. Application Serial Number 75/894711 (hereinafter referred to as the "Mark"); and,

WHEREAS, Jane A. Gordon, an individual with a place of business at 240 Central Park South, New York, New York 10019 ("Assignee") wishes to acquire Assignor's right, title, and interest in and to the Mark together with the goodwill of the business in connection with which the Mark is used; and,

WHEREAS, Assignor wishes to assign the Mark together with the goodwill of the business in connection with which the Mark is used to Assignee.

NOW, THEREFORE, in consideration of the sum of Seventy Thousand Dollars (\$70,000.00) and other good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, grant, assign, transfer, convey and deliver to Assignee all of it's existing and future rights, title and interest in and to the Mark together with the goodwill of the business in connection with which said Mark is used including the subject matter of all claims which may be obtained therefrom for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by said Assignor if this assignment had not been made.

Assignor authorizes and requests the Commissioner of Patents and Trademarks to record Assignee as the owner of the entire right, title and interest in and to the Mark, for the sole use and enjoyment of the Assignee, its successors, assigns or other legal representatives.

Assignor warrants and represents that the Mark has not been previously assigned or encumbered in any manner and that it is free and clear of all liens and claims.

Assignor shall further render such other assistance as may be reasonably required by Assignee to record his ownership rights of the Mark in the United States.

