

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/03/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Tourneau, Inc.		03/02/2007	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

Name:	Tourneau, LLC
Street Address:	3 East 54th Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 22**

Property Type	Number	Word Mark
Registration Number:	2139714	TOURNEAU TIMEMACHINE
Serial Number:	77225589	WHERE YOU MEET YOUR OTHER FACE
Registration Number:	2566383	TOURNEAU CERTIFIED PRE-OWNED
Registration Number:	2458134	TOURNEAU WATCH GEAR
Registration Number:	2336236	TOURNEAU
Registration Number:	2450088	TOURNEAU WATCH GEAR
Registration Number:	2452090	GET WATCHED
Registration Number:	2599717	LIFETIME VALUE PLAN
Registration Number:	2603060	LVP TOURNEAU LIFETIME VALUE PLAN
Registration Number:	2495120	PALM BEACH
Registration Number:	2493582	FASHION AVENUE
Registration Number:	2929559	TOURNEAU
Registration Number:	2838774	WATCHFEST

OP \$565.00 2139714

Registration Number:	2847536	TOURNEAU
Serial Number:	78301063	TOURNEAU
Serial Number:	78826377	TOURNEAU CORNER
Registration Number:	2990664	TOURNEAU
Registration Number:	3033251	
Registration Number:	3017514	T T
Registration Number:	2989515	TIME DOME
Registration Number:	3122772	TOURNEAU WATCH GEAR
Serial Number:	78776154	TAKE YOUR TIME

**CORRESPONDENCE DATA**

Fax Number: (212)588-0780

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: (212) 588-9800

Email: mail@levman.com

Correspondent Name: Howard F Mandelbaum

Address Line 1: 444 Madison Avenue

Address Line 2: 35th Floor

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	TOUR0700US
NAME OF SUBMITTER:	Howard F Mandelbaum
Signature:	/Howard F Mandelbaum/
Date:	11/21/2007

**Total Attachments: 3**

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P A G E

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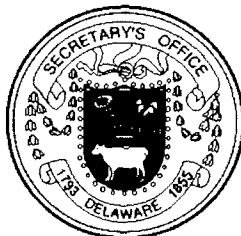
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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5476149

DATE: 03-02-07

TRADEMARK

REEL: 003665 FRAME: 0519

CERTIFICATE OF MERGER  
OF  
TOURNEAU, INC.  
WITH AND INTO  
TOURNEAU, LLC

Pursuant to Sections 18-209(c) of the Limited Liability Company Act of the State of Delaware, Tourneau, LLC, a Delaware limited liability company, hereby certifies to the following information relating to the merger of Tourneau, Inc., a New York corporation with and into Tourneau, LLC with the surviving company of such merger being Tourneau, LLC. Tourneau, LLC and Tourneau, Inc. are hereinafter sometimes collectively referred to as the "Constituent Entities."

**FIRST:** The names and states of incorporation of each of the Constituent Entities of the Merger are as follows:

NAME	STATE OF FORMATION OR INCORPORATION
Tourneau, LLC	Delaware
Tourneau, Inc.	New York

**SECOND:** An Agreement and Plan of Merger (the "Merger Agreement") dated as of March 2, 2007 has been approved, adopted, certified, executed and acknowledged by Tourneau, LLC in accordance with Section 18-209 of the Limited Liability Company Act of the State of Delaware. Such approval, adoption, certification, execution and acknowledgement has been made by Tourneau, Inc. in accordance with the laws of the State of New York.

**THIRD:** The name of the surviving company is Tourneau, LLC.

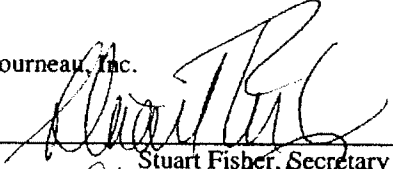
**FOURTH:** The Certificate of Formation of Tourneau, LLC as in effect immediately prior to the Merger and on file at the Secretary of State of the State of Delaware shall continue to be the Certificate of Formation of the surviving company until duly altered, amended or repealed in accordance with the provisions thereof and applicable law.

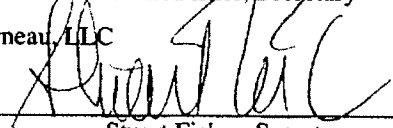
**FIFTH:** An executed copy of the Merger Agreement is on file at the principal place of business of Tourneau, LLC, located at 3 East 54<sup>th</sup> Street, New York, NY 10022.

**SIXTH:** A copy of the Merger Agreement will be furnished by Tourneau, LLC on request and without cost to any stockholder or member, as applicable, of either of the Constituent Entities.

**SEVENTH:** The merger shall be effective on the 3<sup>rd</sup> day of March, 2007.

IN WITNESS WHEREOF, we have signed this certificate on the 2<sup>nd</sup> day of March, 2007 and we affirm the statements contained therein as true under penalties of perjury.

Tourneau, Inc.  
  
\_\_\_\_\_  
Stuart Fisher, Secretary

Tourneau, LLC  
  
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Stuart Fisher, Secretary