

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

REC'D 2-19-99

RECORDATION TRADE

02-26-1999

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings



To the Honorable Commissioner of Patents and Trademark

documents or copy thereof.

100973982

1. Name of conveying party(ies): BankBoston, N.A., individually and as agent for the lenders listed on Exhibit A attached hereto. Individual(s) Association General Partnership Limited Partnership Corporation-State Other Bank

Name and address of receiving party(ies): Fleet Precious Metals Inc. in its capacity as agent for the lenders listed on Exhibit B attached hereto. Internal Address: Street Address: 111 Westminster Street City: Providence State: RI ZIP: 02903

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Assignment of Security Interest Execution Date: October 23, 1998

Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Bank If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) Please see attached Exhibit C. Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 31

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Patricia J. Igoe, Esq. Internal Address: Peabody & Brown Street Address: One Citizens Plaza City: Providence State: RI ZIP: 02903

7. Total fee (37 CFR 3.41): \$ 790.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

02/25/1999 0604765 00000055 1267092 01 FE:481 40.00 DP 02 FE:482 750.00 DP

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. Patricia J. Igoe, Esq. Signature Date: 2/19/99

Total number of pages including cover sheet, attachments, and document: 20

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments

Exhibit B

Name and address of receiving parties:

Fleet Precious Metals Inc. in its capacity as agent for each of the following:

ABN Amro Bank, N.V., New York Branch

Fleet Precious Metals Inc.

Credit Suisse First Boston

The Chase Manhattan Bank (as successor to Chemical Bank)

Exhibit A

1. Name of conveying parties:

BankBoston, N.A., individually and as agent for each of the following:

BankBoston, N.A. (as successor by merger to Rhode Island Hospital Trust National Bank)

ABN Amro Bank N.V., New York Branch

Fleet Precious Metals Inc.

Credit Suisse First Boston (f/k/a Credit Suisse, New York Branch)

The Chase Manhattan Bank (as successor by merger to Chemical Bank)

**EXHIBIT A****TO SECURITY AGREEMENT (TRADEMARKS AND SERVICE MARKS)**

As of September 1, 1998

**U.S. TRADEMARK REGISTRATIONS**

<u>Registration No.</u>	<u>Date Registered</u>	<u>Trademark</u>
1,267,092	2/14/84	MA (stylized)
1,478,629	3/1/88	Michael Anthony
1,641,205	4/16/91	Michael Anthony (script and design)
1,686,298	5/12/92	Maurice Katz
1,363,285	10/1/85	Jardimay
1,427,454	2/3/87	Goldengram
1,864,293	11/22/94	Scoreboard
1,962,889	3/19/96	Lave Leaf
1,964,798	3/26/96	The American Rope
1,980,669	6/18/96	Cast of Characters
2,036,086	2/4/97	The Angelic Alphabet
2,052,687	4/15/97	The Everything Rope
1,002,275	1/21/75	JRC (stylized)
1,370,058	11/21/85	Louis Renard
2,077,204	7/8/97	The Golden Name Collection
865,735	3/4/69	BC
2,159,239	5/19/98	The Ultimate Rope
2,157,877	5/12/98	Premium Rope
2,160,337	5/26/98	Spirit of the Team!
2,165,702	6/16/98	Michael Anthony ... The Name America
		Trusts, the Jewelry America Wears
2,165,703	6/16/98	Michael Anthony (script) <sup>1</sup>
2,169,404	6/30/98	Michael Anthony <sup>1</sup>

<u>Application Serial No.</u>	<u>Date of Application</u>	<u>Trademark</u>
75,309,885	6/17/97	MA (stylized) <sup>1</sup>
75,287,989	8/ /97	Marc Anton (watches only)
75/469,841	4/17/98	The White Sarin Collection
75/496,419	6/4/98	Team Gold
75/477,472	4/30/98	The Name is Everything!
TBD	9/ /98	Angel Prayer

**U.S. SERVICE MARK REGISTRATIONS**

<u>Registration No.</u>	<u>Date Registered</u>	<u>Service mark</u>
1,527,317	2/28/89	Preferred Gold Club
1,928,388	10/17/95	The Only One With It All on the Wall

<sup>1</sup>includes watchesmarks.lst.lwp  
090198

## ASSIGNMENT OF SECURITY INTEREST

THIS ASSIGNMENT AND RELEASE OF SECURITY INTEREST ("this Agreement") is made as of the 23rd day of October, 1998, by BANKBOSTON, N.A. (as successor by merger to Rhode Island Hospital Trust National Bank, a national banking association) (the "Former Agent"), individually and as agent for each of the following: BANKBOSTON, N.A. (as successor by merger to Rhode Island Hospital Trust National Bank); ABN AMRO BANK N.V., NEW YORK BRANCH, FLEET PRECIOUS METALS INC.; CREDIT SUISSE FIRST BOSTON (f/k/a Credit Suisse, New York Branch); and THE CHASE MANHATTAN BANK (as successor by merger to Chemical Bank) (jointly and severally, "Lenders") in favor of FLEET PRECIOUS METALS INC., a Rhode Island corporation, in its capacity as agent for ABN AMRO Bank, N.V., New York Branch, Fleet Precious Metals Inc., and Credit Suisse First Boston, and in favor of THE CHASE MANHATTAN BANK (as successor to Chemical Bank).

### WITNESSETH:

WHEREAS, pursuant to a certain Assignment of Trademarks and Service Marks as Collateral dated as of the 12th day of July, 1990 and recorded with the U.S. Patent and Trademark Office on May 11, 1992 at reel 0864/frame 966, and five Amendments thereto, in particular a certain First Amendment to Assignment of Trademarks and Service Marks as Collateral dated as of July 12, 1990, dated as of the 5th day of June, 1992 and recorded with the U.S. Patent and Trademark Office on July 20, 1992 at reel 0891/frame 971, a certain Second Amendment to Assignment of Trademarks and Service Marks as Collateral dated as of July 12, 1990, dated as of the 20th day of August, 1993 and recorded with the U.S. Patent and Trademark Office on October 18, 1993 at reel 1050/frame 369, a certain Third Amendment to Assignment of Trademarks and Service Marks as Collateral, dated as of the 16th day of May, 1994 and recorded with the U.S. Patent and Trademark Office on May 31, 1994 at reel 1159/frame 116, a certain Fourth Amendment to Assignment of Trademarks and Service Marks as Collateral, dated as of the 1st day of September, 1994 and recorded with the U.S. Patent and Trademark Office on October 11, 1994 at reel 1233/frame 419, and a certain Fifth Amendment to Assignment of Trademarks and Service Marks as Collateral, dated as of the 20th day of October, 1995 and recorded with the U.S. Patent and Trademark Office on March 4, 1996 at reel 1438/frame 884, MICHAEL ANTHONY JEWELERS, INC., a Delaware corporation with a principal place of business at 115 South MacQuesten Parkway, Mount Vernon, New York 10550 (the "Company") assigned and transferred and granted a lien and security interest in certain trademarks and service marks (as described in the Assignment, the First through Fifth Amendments thereto, the exhibits to the Assignment and the Amendments, and Exhibit A hereto) (collectively the "Marks") unto the Lenders and the Agent as security for performance by the Company of its obligations under certain agreements; and

WHEREAS, pursuant to the terms of a certain First Amendment and Agreement to Amended and Restated Collateral Sharing Agreement dated as of October 23, 1998, the Former Agent resigned as agent for ABN AMRO Bank, N.V., New York Branch, Fleet Precious Metals Inc., and Credit Suisse First Boston under a certain Amended and Restated Collateral Sharing Agreement dated as of October 20, 1993 (as amended, the "Collateral Sharing Agreement") and the New Agent accepted the appointment as agent for ABN AMRO Bank, N.V., New York Branch, Fleet Precious Metals Inc., and Credit Suisse First Boston under the Collateral Sharing Agreement; and

WHEREAS, the Former Agent for itself and in its capacity as agent for the Lenders has agreed to assign its security interest in and lien upon the Marks to the New Agent and The Chase Manhattan Bank on behalf of itself.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged, the Agent, the Lenders and the Company hereby agree as follows:

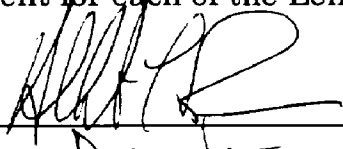
1. As of the date hereof, the Former Agent for itself and as agent for the Lenders hereby assigns its security interest in and its lien upon the Marks to the New Agent for itself and in its capacity as agent for ABN AMRO Bank, N.V., New York Branch, Fleet Precious Metals Inc., and Credit Suisse First Boston and to The Chase Manhattan Bank on behalf of itself.

2. This Agreement is and shall be deemed to be a contract entered into and made pursuant to the laws of the State of New York and shall in all respects be governed, construed, applied and enforced in accordance with the laws of the State of New York, without reference to its conflicts of laws principles.

3. This Agreement may be executed in one or more counterparts hereof, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized officers as of the date and year first above written.

BANKBOSTON, N.A. (successor by merger to RHODE ISLAND HOSPITAL TRUST NATIONAL BANK), individually and as Agent for each of the Lenders

By   
Title: Director

ABN AMRO BANK N.V., NEW YORK BRANCH

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_

FLEET PRECIOUS METALS INC., individually and as Agent for ABN AMRO Bank, N.V., New York Branch, Fleet Precious Metals Inc., and Credit Suisse First Boston

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_

CREDIT SUISSE FIRST BOSTON (f/k/a Credit Suisse, New York Branch)

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized officers as of the date and year first above written.

BANKBOSTON, N.A. (successor by merger to RHODE ISLAND HOSPITAL TRUST NATIONAL BANK), individually and as Agent for each of the Lenders

By \_\_\_\_\_  
Title: \_\_\_\_\_

ABN AMRO BANK N.V., NEW YORK BRANCH

By Jelkey Safaty  
Title: VP

By [Signature]  
Title: VP

FLEET PRECIOUS METALS INC., individually and as Agent for ABN AMRO Bank, N.V., New York Branch, Fleet Precious Metals Inc., and Credit Suisse First Boston

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_

CREDIT SUISSE FIRST BOSTON (f/k/a Credit Suisse, New York Branch)

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_



IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized officers as of the date and year first above written.

BANKBOSTON, N.A. (successor by merger to RHODE ISLAND HOSPITAL TRUST NATIONAL BANK), individually and as Agent for each of the Lenders

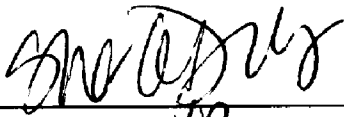
By \_\_\_\_\_  
Title: \_\_\_\_\_

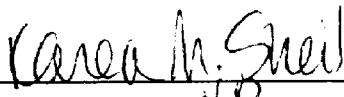
ABN AMRO BANK N.V., NEW YORK BRANCH

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_

FLEET PRECIOUS METALS INC., individually and as Agent for ABN AMRO Bank, N.V., New York Branch, Fleet Precious Metals Inc., and Credit Suisse First Boston

By   
Title: VP.

By   
Title: VP

CREDIT SUISSE FIRST BOSTON (f/k/a Credit Suisse, New York Branch)

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized officers as of the date and year first above written.

BANKBOSTON, N.A. (successor by merger to RHODE ISLAND HOSPITAL TRUST NATIONAL BANK), individually and as Agent for each of the Lenders

By \_\_\_\_\_  
Title: \_\_\_\_\_

ABN AMRO BANK N.V., NEW YORK BRANCH

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_

FLEET PRECIOUS METALS INC., individually and as Agent for ABN AMRO Bank, N.V., New York Branch, Fleet Precious Metals Inc., and Credit Suisse First Boston

By \_\_\_\_\_  
Title: \_\_\_\_\_

By \_\_\_\_\_  
Title: \_\_\_\_\_

CREDIT SUISSE FIRST BOSTON (f/k/a Credit Suisse, New York Branch)

By \_\_\_\_\_  
Title: **STUART B. GANES**  
**VICE PRESIDENT**

By \_\_\_\_\_  
Title: **Stanley R. Steinberg**  
**Director**

THE CHASE MANHATTAN BANK

By Francis B. Specter  
Title: VP

Agreed and accepted  
as of October 23, 1998

MICHAEL ANTHONY JEWELERS, INC.

By \_\_\_\_\_  
Title: \_\_\_\_\_

COMMONWEALTH OF MASSACHUSETTS  
COUNTY OF SUFFOLK

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_, \_\_\_\_\_ of  
BankBoston, N.A., to me known and known by me to be the person executing the  
foregoing instrument, and acknowledged said instrument by him/her executed to be  
his/her free act and deed in said capacity and the free act and deed of said  
BankBoston, N.A..

\_\_\_\_\_  
Notary Public  
My commission expires:

STATE OF NEW YORK  
COUNTY OF

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_,  
\_\_\_\_\_ of ABN AMRO Bank N.V., New York Branch, to me known and  
known by me to be the persons executing the foregoing instrument, and  
acknowledged said instrument by them executed to be their free act and deed in  
said capacities and the free act and deed of said ABN AMRO Bank N.V., New York  
Branch.

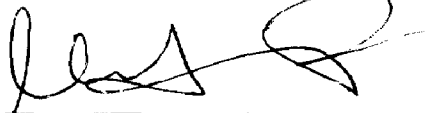
\_\_\_\_\_  
Notary Public  
My commission expires:

THE CHASE MANHATTAN BANK

By \_\_\_\_\_  
Title: \_\_\_\_\_

Agreed and accepted  
as of October 23, 1998

MICHAEL ANTHONY JEWELERS, INC.

By   
Title:                     

COMMONWEALTH OF MASSACHUSETTS  
COUNTY OF SUFFOLK

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_, \_\_\_\_\_ of  
BankBoston, N.A., to me known and known by me to be the person executing the  
foregoing instrument, and acknowledged said instrument by him/her executed to be  
his/her free act and deed in said capacity and the free act and deed of said  
BankBoston, N.A..

\_\_\_\_\_  
Notary Public  
My commission expires:

STATE OF NEW YORK  
COUNTY OF

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_,  
\_\_\_\_\_ of ABN AMRO Bank N.V., New York Branch, to me known and  
known by me to be the persons executing the foregoing instrument, and  
acknowledged said instrument by them executed to be their free act and deed in  
said capacities and the free act and deed of said ABN AMRO Bank N.V., New York  
Branch.

\_\_\_\_\_  
Notary Public  
My commission expires:

THE CHASE MANHATTAN BANK

By \_\_\_\_\_  
Title: \_\_\_\_\_

Agreed and accepted  
as of October 23, 1998

MICHAEL ANTHONY JEWELERS, INC.

By \_\_\_\_\_  
Title: \_\_\_\_\_

COMMONWEALTH OF MASSACHUSETTS  
COUNTY OF SUFFOLK

On the 28<sup>th</sup> day of December, 1998, before me personally  
Albert L. Brown, Director of  
BankBoston, N.A., to me known and known by me to be the person executing the  
foregoing instrument, and acknowledged said instrument by him/her executed to be  
his/her free act and deed in said capacity and the free act and deed of said  
BankBoston, N.A..

Nancy Jean Mahoney  
Notary Public  
My commission expires: 11-13-2003

STATE OF NEW YORK  
COUNTY OF

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_,  
\_\_\_\_\_ of ABN AMRO Bank N.V., New York Branch, to me known and  
known by me to be the persons executing the foregoing instrument, and  
acknowledged said instrument by them executed to be their free act and deed in  
said capacities and the free act and deed of said ABN AMRO Bank N.V., New York  
Branch.

\_\_\_\_\_  
Notary Public  
My commission expires:

THE CHASE MANHATTAN BANK

By \_\_\_\_\_  
Title: \_\_\_\_\_

Agreed and accepted  
as of October 23, 1998

MICHAEL ANTHONY JEWELERS, INC.

By \_\_\_\_\_  
Title: \_\_\_\_\_


COMMONWEALTH OF MASSACHUSETTS  
COUNTY OF SUFFOLK

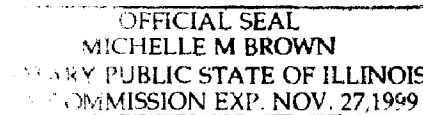
On the \_\_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_ of  
BankBoston, N.A., to me known and known by me to be the person executing the  
foregoing instrument, and acknowledged said instrument by him/her executed to be  
his/her free act and deed in said capacity and the free act and deed of said  
BankBoston, N.A..

\_\_\_\_\_  
Notary Public  
My commission expires:

STATE OF ILLINOIS  
COUNTY OF COOK

On the 6th day of January, 199\_, before me personally  
Jeffrey Sarfaty, Vice President and Francesca Pereira,  
Vice President of ABN AMRO Bank N.V., New York Branch, to me known and  
known by me to be the persons executing the foregoing instrument, and  
acknowledged said instrument by them executed to be their free act and deed in  
said capacities and the free act and deed of said ABN AMRO Bank N.V., New York  
Branch.

  
\_\_\_\_\_  
Notary Public  
My commission expires:



STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

On the 5 day of January, 1999, before me personally  
Sharon A. DelGino, Vice President and Karen M. Sheil,  
Vice President of Fleet Precious Metals Inc., to me known and known by me to be  
the persons executing the foregoing instrument, and acknowledged said instrument  
by them executed to be their free act and deed in said capacities and the free act  
and deed of said Fleet Precious Metals Inc.

Diane J. Halley  
Notary Public  
My commission expires: 8/30/2001

STATE OF NEW YORK  
COUNTY OF NEW YORK

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_,  
\_\_\_\_\_ of Credit Suisse First Boston, to me known and known by me to be  
the persons executing the foregoing instrument, and acknowledged said instrument  
by them executed to be their free act and deed in said capacities and the free act  
and deed of said Credit Suisse First Boston.

\_\_\_\_\_  
Notary Public  
My commission expires:

STATE OF NEW YORK  
COUNTY

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_ of The Chase Manhattan  
Bank, to me known and known by me to be the person executing the foregoing  
instrument, and acknowledged said instrument by him/her executed to be his/her  
free act and deed in said capacity and the free act and deed of The Chase  
Manhattan Bank.

\_\_\_\_\_  
Notary Public  
My commission expires:

STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE


On the \_\_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally \_\_\_\_\_ and \_\_\_\_\_ of Fleet Precious Metals Inc., to me known and known by me to be the persons executing the foregoing instrument, and acknowledged said instrument by them executed to be their free act and deed in said capacities and the free act and deed of said Fleet Precious Metals Inc.

\_\_\_\_\_  
Notary Public  
My commission expires:

STATE OF NEW YORK  
COUNTY OF NEW YORK

On the 5th day of January, 1999, before me personally Stuart B. Ganes, Vice President and Stanley R. Steinberg, Director of Credit Suisse First Boston, to me known and known by me to be the persons executing the foregoing instrument, and acknowledged said instrument by them executed to be their free act and deed in said capacities and the free act and deed of said Credit Suisse First Boston.

**LOUIS J. IMPELLIZERI**  
Notary Public, State of New York  
No. 011M5044914  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires June 5, 1999

  
\_\_\_\_\_  
Notary Public  
My commission expires:

STATE OF NEW YORK  
COUNTY

On the \_\_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally \_\_\_\_\_ of The Chase Manhattan Bank, to me known and known by me to be the person executing the foregoing instrument, and acknowledged said instrument by him/her executed to be his/her free act and deed in said capacity and the free act and deed of The Chase Manhattan Bank.

\_\_\_\_\_  
Notary Public  
My commission expires:



STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_,  
\_\_\_\_\_ of Fleet Precious Metals Inc., to me known and known by me to be  
the persons executing the foregoing instrument, and acknowledged said instrument  
by them executed to be their free act and deed in said capacities and the free act  
and deed of said Fleet Precious Metals Inc.

\_\_\_\_\_  
Notary Public  
My commission expires:

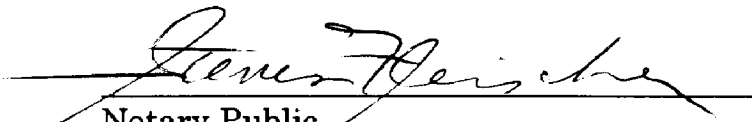
STATE OF NEW YORK  
COUNTY OF NEW YORK

On the \_\_\_\_ day of \_\_\_\_\_, 199\_, before me personally  
\_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_,  
\_\_\_\_\_ of Credit Suisse First Boston, to me known and known by me to be  
the persons executing the foregoing instrument, and acknowledged said instrument  
by them executed to be their free act and deed in said capacities and the free act  
and deed of said Credit Suisse First Boston.

\_\_\_\_\_  
Notary Public  
My commission expires:

STATE OF NEW YORK  
COUNTY *New York*

On the 23 day of Dec., 1998, before me personally  
Irene Spector VP of The Chase Manhattan  
Bank, to me known and known by me to be the person executing the foregoing  
instrument, and acknowledged said instrument by him/her executed to be his/her  
free act and deed in said capacity and the free act and deed of The Chase  
Manhattan Bank.

  
\_\_\_\_\_  
Notary Public  
My commission expires:

STEVEN FLEISCHER  
Notary Public, State of New York  
No. 31-4810093  
Qualified in Nassau County  
Commission Expires Aug. 31, 1998

STATE OF NEW YORK  
COUNTY OF WESTCHESTER

On the 6th day of January, 1999, before me personally  
Michael A. Proberin, Treasurer of Michael Anthony Jewelers,  
Inc., to me known and known by me to be the person executing the foregoing  
instrument, and acknowledged said instrument by him/her executed to be his/her  
free act and deed in said capacity and the free act and deed of said Michael Anthony  
Jewelers, Inc.

Gladys Jagdeo  
Notary Public  
My commission expires:

PRO: 38287\_1

GLADYS JAGDEO  
Notary Public State of New York  
No. 01JA5062118  
Qualified in Westchester County  
Commission Expires June 24, 2000

**EXHIBIT A**

**TO SECURITY AGREEMENT (TRADEMARKS AND SERVICE MARKS)**

**As of September 1, 1998**

**U.S. TRADEMARK REGISTRATIONS**

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1,427,454	2/3/87	Goldengram
1,864,293	11/22/94	Scoreboard
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1,964,798	3/26/96	The American Rope
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2,077,204	7/8/97	The Golden Name Collection
865,735	3/4/69	BC
2,159,239	5/19/98	The Ultimate Rope
2,157,877	5/12/98	Premium Rope
2,160,337	5/26/98	Spirit of the Team!
2,165,702	6/16/98	Michael Anthony ... The Name America
2,165,703	6/16/98	Trusts, the Jewelry America Wears
2,169,404	6/30/98	Michael Anthony (script) <sup>1</sup>
		Michael Anthony <sup>1</sup>

<u>Application Serial No.</u>	<u>Date of Application</u>	<u>Trademark</u>
75,309,885	6/17/97	MA (stylized) <sup>1</sup>
75,287,989	8/ /97	Marc Anton (watches only)
75/469,841	4/17/98	The White Satin Collection
75/496,419	6/4/98	Team Gold
75/477,472	4/30/98	The Name is Everything!
TBD	9/ /98	Angel Prayer

**U.S. SERVICEMARK REGISTRATIONS**

<u>Registration No.</u>	<u>Date Registered</u>	<u>Servicemark</u>
1,527,317	2/28/89	Preferred Gold Club
1,928,388	10/17/95	The Only One With It All on the Wall

<sup>1</sup>includes watches

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