FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

OPR/FINANCE

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| Resubmission (Non-Recordation) Document ID # Correction of PTO Error Reel # Frame # Corrective Document Reel # Frame # | Security Agreement Nunc Pro Tunc Assignme Effective Date Month Day Year Change of Name Other |
| Conveying Party Name Town & Country Fine Jewelry | Mark if additional names of conveying parties attached Execution Date Month Day Yea V Group Inc. |
| Formerly Individual General Partnership Other | Limited Partnership X Corporation Association |
| Citizenship/State of Incorporation/Organiza Receiving Party | Massachusetts Mark if additional names of receiving parties attached |
| Name Michael Anthony Jewelers DBA/AKA/TA | , Inc. |
| Composed of Address (line 1) 115 S. Mac Questen Parkwa | ay |
| Address (line 2) | |
| Address (line 3) Mount Vernon City Individual General Partnership X Corporation Association | New York State/Country Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. |
| Other Citizenship/State of Incorporation/Organiza 2000 DNGUYEN 00000059 2183070 FOR | (Designation must be a separate document from Assignment.) |

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| FORM PTO-1 Expires 06/30/99 OMB 0651-0027 | 618B Page 2 | U.S. Department of Commerce Patent and Trademark Office TRADEMARK | | | |
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| Address (line 3) | | | | | |
| Address (line 4) | | | | | |
| Correspond | ent Name and Address Area Code and Telephone Number 914-699 | 9-0000 ext.675 | | | |
| Name [| Rita Martin-Crowley Esq. | | | | |
| Address (line 1) 115 S. MacQuesten Parkway | | | | | |
| Address (line 2) | Mount Vernon, New York 10551-1724 | | | | |
| Address (line 3) | | | | | |
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| | (a) | k if additional numbers attached | | | |
| | a Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numb | | | | |
| Trac | demark Application Number(s) Registration 2183070 21079 | | | | |
| | 2189384 17254 | 167 [1231823] | | | |
| | 2222034 16877 | 788 1061629 | | | |
| Number of Properties Enter the total number of properties involved. # 15 | | | | | |
| Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 390.00 | | | | | |
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| 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. Charges to deposit account are authorized, as indicated herein. | | | | | |
| Rita A. | Motin-Cooky Well-Chater Corolle | 1/5/00 | | | |
| Name | of Person Signing Signature | Date Signed | | | |

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| Formerly | | | | | |
| Individu | al General Partnership | Limited | Partnership C | Corporation | Association |
| Other . | | | | | |
| Citizens | hip State of Incorporation/Organization | on | | | |
| Receiving Enter Additiona | Party I Receiving Party | Mark if ad | ditional names of receivin | g parties attached | |
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| Address (line 3 | | | 20110 | | |
| City State/Country Tip Code Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic | | | | | |
| representative should be attached (Designation must be a separate | | | | | |
| Other | | | | document from to | he Assignment.) |
| | ship/State of Incorporation/Organizati | | | | |
| | Application Number(s) or R the Trademark Application Number or the Re | | | | nal numbers attached |
| | ademark Application Number(s) | | | gistration Number | |
| | | | 1034791 | | |
| | | | 1030757 | | |
| | | | 1023720 | | |
| | | | 1023719 | | |
| | | | 586,133 | | |
| | | | 586,853 | | |
| | | | | | |

ASSIGNMENT

WHEREAS, Michael Anthony Jewelers, Inc., a corporation duly organized under and existing by virtue of the laws of the State of Delaware, and located and doing business at 115 South MacQuesten Parkway, Mount Vernon, New York 10550, is desirous of acquiring the following trademarks and U.S. trademark registrations:

| <u>MARK</u> | REG. NO. | REG. DATE |
|----------------------|-----------|--------------------|
| | | |
| Sculpted Elegance | 2,183,070 | August 18, 1998 |
| Timeless Dimensions | 2,189,384 | September 15, 1998 |
| Beaded Impressions | 2,222,034 | February 2, 1999 |
| X-Scene Fine Jewelry | | |
| With An Attitude | 2,107,932 | October 21, 1997 |
| T&C | 1,725,467 | October 20, 1992 |
| Anju | 1,687,788 | May 19, 1992 |
| T&C & Design | 1,542,444 | June 6, 1989 |
| VG (stylized) | 1,231,823 | March 22, 1983 |
| Diamond Partners | 1,061,629 | March 22, 1977 |
| FO | 1,034,791 | March 2, 1976 |
| II | 1,030,757 | January 20, 1976 |
| Lovelace | 1,023,720 | October 28, 1975 |
| FIDCO | 1,023,719 | October 28, 1975 |
| Forever Together | 586,133 | February 23, 1954 |
| Beauti-Glo | 586,853 | March 16, 1954 |

Now, for good and valuable consideration, receipt of which is hereby acknowledged, said Town & Country Fine Jewelry Group, Inc. does hereby sell, assign and transfer unto the said Michael Anthony Jewelers, Inc. all of its right, title and interest, if any, in and to said trademarks, together with any good will of the business symbolized by the marks and U.S. trademark registrations.

Said trademarks and trademark registrations to be held and enjoyed by the said Michael Anthony Jewelers, Inc. for its own use and behoof, and for its successors and assigns, as fully and entirely as the same would have been held by the said Town & Country Fine Jewelry Group.

Inc. had this assignment and sale not been made, but without any form of warranty as to title, suitability or quality.

Town & Country Fine Jewelry Group, Inc.

RECORDED: 01/13/2000

By: <u>Dev (Dev. Co cles au</u> David W. Cochran, President

Date: December 22, 1999

(564469 v . 1)