

09-18-2002

SEP 6

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/20)



102224810

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U.S. DEPARTMENT OF COMMERCE

U.S. Patent & Trademark Office

To The Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof:

| | | | |
|--|---|--|---|
| <p>1. Name of conveying party(ies): <u>9.6.02</u> Englander Licensing Limited Liability Company</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State (Ohio) <input checked="" type="checkbox"/> Other <u>Limited Liability Company</u></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies):</p> <p>Name: <u>LZB Properties, Inc.</u> Internal Address: _____ Street Address: <u>36901 Warren Road</u> City: <u>Westland</u> State: <u>Michigan</u> Zip: <u>48185</u></p> <p><input type="checkbox"/> Individual(s) Citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Michigan</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> | | |
| <p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>July 29, 2002</u></p> | <p>4. Application number(s) or registration number(s):</p> <table border="0"> <tr> <td data-bbox="820 907 820 1171"> <p>A. Trademark Application No.(s)</p> <p>SEE ATTACHED EXHIBIT A</p> </td> <td data-bbox="820 907 1578 1171"> <p>B. Trademark Registration No.(s)</p> <p>SEE ATTACHED EXHIBIT A</p> </td> </tr> </table> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> | <p>A. Trademark Application No.(s)</p> <p>SEE ATTACHED EXHIBIT A</p> | <p>B. Trademark Registration No.(s)</p> <p>SEE ATTACHED EXHIBIT A</p> |
| <p>A. Trademark Application No.(s)</p> <p>SEE ATTACHED EXHIBIT A</p> | <p>B. Trademark Registration No.(s)</p> <p>SEE ATTACHED EXHIBIT A</p> | | |
| <p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Sarah Otte Graber, Esq.</u> Internal Address: <u>Wood, Herron & Evans, L.L.P.</u> <u>2700 Carew Tower</u> Street Address: <u>441 Vine Street</u> City: <u>Cincinnati</u> State: <u>Ohio</u> Zip: <u>45202</u></p> | <p>6. Total number of applications and trademarks involved: <u>96</u></p> <p>7. Total fee (37 CFR 3.41): <u>\$2,415.00</u> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account if deficiencies occur</p> <p>8. Deposit Account number: <u>23-3000</u> (Attach duplicate copy of this page if paying by deposit account)</p> | | |

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.

Sarah Otte Graber, Esq.
Name of Person Signing
Total number of pages including cover sheet, attachments, and document: 7

Sarah O. Graber
Signature

September 5, 2002
Date

09/17/2002 6TON11 00000049 307703

01 FC:481 40.00 OP
02 FC:482 2375.00 OP

TRADEMARK
REEL: 002575 FRAME: 0080

**ENGLANDER INTELLECTUAL PROPERTY ASSETS
U.S. TRADEMARK ASSIGNMENT
EXHIBIT A**

| Country | Mark | Reg. No. | Reg. Date | Serial No. | Filing Date |
|---------------|--------------------------------------|-----------|-----------|------------|-------------|
| United States | AIRWAY | 307,703 | 10/31/33 | 71/338,692 | 06/09/33 |
| United States | ALTERNATIVA VIP | 1,156,407 | 06/02/81 | 73/216,434 | 05/21/79 |
| United States | (THE) AMERICAN WAY | 958,981 | 05/15/73 | 72/428,308 | 06/26/72 |
| United States | APOLLO | 911,651 | 05/11/71 | 72/334,627 | 08/06/69 |
| United States | (THE) ARISTOCRAT | 584,267 | 01/05/54 | 71/620,898 | 11/05/51 |
| United States | ARISTO-FOAM | 568,338 | 12/23/52 | 71/625,413 | 02/23/52 |
| United States | BACK MAGIC | 645,110 | 05/07/57 | 72/017,999 | 10/23/56 |
| United States | BED 'N SOFA BY ENGLANDER & Design | 624,049 | 03/27/56 | 71/676,485 | 11/12/54 |
| United States | BODI-GARD | 804,263 | 02/22/66 | 72/220,843 | 06/10/65 |
| United States | BODY BEAUTIFUL | 578,073 | 07/28/53 | 71/638,900 | 12/03/52 |
| United States | BODY-GUARD | 385,684 | 03/11/41 | 71/437,437 | 10/31/40 |
| United States | BODY-TUNED | 1,768,684 | 05/04/93 | 74/312,856 | 09/11/92 |
| United States | BODYFORM | 512,537 | 07/19/49 | 71/549,530 | 02/12/48 |
| United States | CHANTILLY | 949,805 | 01/02/73 | 72/407,571 | 11/12/71 |
| United States | COMFO-FOAM | 803,880 | 02/15/66 | 72/217,533 | 04/28/65 |
| United States | COMFORT SEAL | 794,051 | 08/10/65 | 72/206,530 | 11/19/64 |

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| United States | COMFORT-KNIT | 971,322 | 10/23/73 | 72/440,820 | 11/10/72 |
| United States | COUNTRY BELLE | 1,743,186 | 12/29/92 | 74/216,640 | 10/28/91 |
| United States | COUNTRY COMFORT | 1,743,184 | 12/29/92 | 74/216,637 | 10/28/91 |
| United States | COUNTRY DREAMER | 1,743,185 | 12/29/92 | 74/216,638 | 10/28/91 |
| United States | COUNTRY FAIR | 1,743,187 | 12/29/92 | 74/216,642 | 10/28/91 |
| United States | COUNTRY SLEEPMATE | 1,715,811 | 09/15/92 | 74/216,641 | 10/28/91 |
| United States | COUNTRY TRADITION | 1,706,817 | 08/11/92 | 74/216,639 | 10/28/91 |
| United States | CUSHION-KNIT | 971,324 | 10/23/73 | 72/440,822 | 11/10/72 |
| United States | DREAM KING | 374,725 | 01/23/40 | 72/422,307 | 08/05/39 |
| United States | DREAMCUSHION | 542,769 | 05/22/51 | 71/595,881 | 04/18/50 |
| United States | DREAMER | 893,719 | 06/30/70 | 72/333,258 | 07/23/69 |
| United States | DUO-DIVAN | 330,253 | 11/26/35 | 71/367,004 | 07/05/35 |
| United States | DUO-FLEX | 245,632 | 08/21/28 | 71/258,961 | 12/15/27 |
| United States | (THE) DUROBILT | 581,159 | 10/20/53 | 71/595,882 | 04/18/50 |
| United States | ENGLANDER | 519,220 | 12/27/49 | 71/549,529 | 02/12/48 |
| United States | ENGLANDER | | | 76/413,686 | 05/29/02 |

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| United States | ENGLANDER BABEE GRAND | 2,097,358 | 09/16/97 | 75/149,493 | 08/13/96 |
| United States | ENGLANDER FITNESS | 2,085,614 | 08/05/97 | 75/098,026 | 05/02/96 |
| United States | ENGLANDER MATTRESS GALLERY | | | 75/461,096 | 04/02/98 |
| United States | ENGLANDER T.L.C. | 1,137,909 | 07/15/80 | 73/190,078 | 10/20/78 |
| United States | ENGLANDER . . . THE OFFICIAL MATTRESS FOR THE NEW MILLENNIUM | | | 75/705,979 | 05/13/99 |
| United States | ENGLANDER TRUNDLBUNK | 622,270 | 02/28/56 | 71/676,486 | 11/12/54 |
| United States | ESSEX | 1,559,030 | 10/03/89 | 73/708,684 | 02/01/88 |
| United States | EVEREST | 1,160,035 | 07/07/81 | 73/218,037 | 06/01/79 |
| United States | FEATHEREST | 257,599 | 06/11/29 | 71/278,832 | 02/04/29 |
| United States | FLAIR & Design | 565,117 | 10/07/52 | 71/623,878 | 01/22/52 |
| United States | ILLUSION COMFORT-SEAL | 1,873,873 | 01/17/95 | 74/216,217 | 10/28/91 |
| United States | IMPERIAL SUPREME | 1,816,415 | 01/11/94 | 74/287,942 | 06/24/92 |
| United States | JUST FOR THE HEALTH OF IT! | 1,605,595 | 07/10/90 | 73/828,728 | 10/02/89 |
| United States | (THE) KINGS' REST | 546,658 | 08/14/51 | 71/595,884 | 04/18/50 |
| United States | LADY ENGLANDER & Design | 962,755 | 07/03/73 | 72/407,184 | 11/08/71 |
| United States | LADY ENGLANDER PRINCESS | 1,575,028 | 01/02/90 | 73/795,949 | 04/26/89 |

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| Country | Mark | Reg. No. | Reg. Date | Serial No. | Filing Date |
|---------------|--|-----------|-----------|------------|-------------|
| United States | LAYTEX | 2,246,745 | 05/18/99 | 74/632,110 | 02/09/95 |
| United States | LIFE STYLE | 947,911 | 11/28/72 | 72/410,763 | 12/20/71 |
| United States | (THE) MATTRESS OF CHOICE SINCE 1894 | 1,827,498 | 03/22/94 | 74/396,873 | 06/01/93 |
| United States | MAYFAIR | 261,690 | 09/24/29 | 71/285,047 | 06/04/29 |
| United States | NATURALLY BY ENGLANDER | 2,070,316 | 06/10/97 | 74/638,314 | 02/24/95 |
| United States | NATURE'S FINEST | 2,114,005 | 11/18/97 | 75/189,293 | 10/29/96 |
| United States | NEVER-FLIP | 1,824,437 | 03/01/94 | 74/402,360 | 06/15/93 |
| United States | NIGHT WATCH | 849,812 | 05/28/68 | 72/277,307 | 08/01/67 |
| United States | PILLO-PUFF | 2,052,958 | 04/15/97 | 75/140,324 | 07/26/96 |
| United States | POSTURE AID | 2,357,282 | 06/13/00 | 75/698,224 | 05/05/99 |
| United States | POSTURE BUILDER | 2,346,912 | 05/02/00 | 75/653,200 | 03/04/99 |
| United States | POSTURE SUPPORT | 1,082,557 | 01/17/78 | 73/069,000 | 11/13/75 |
| United States | POSTURE SUPREME | 1,040,940 | 06/08/76 | 73/059,319 | 07/31/75 |
| United States | PROPER-POISE | 559,803 | 06/10/52 | 71/595,886 | 04/18/50 |
| United States | PROPEREST (stylized) | 517,227 | 11/01/49 | 71/556,877 | 05/12/48 |
| United States | RED CROSS & Design | 88,345 | 09/10/12 | 71/043,845 | 07/28/09 |

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|----------------|-------------------------|-----------------|------------------|-------------------|--------------------|
| United States | Red Line Design Only | 512,538 | 07/19/49 | 71/549,533 | 02/12/48 |
| United States | RED-LINE & Design | 512,539 | 07/19/49 | 71/549,534 | 02/12/48 |
| United States | REGAL BODYGUARD | 1,567,172 | 11/21/89 | 73/708,568 | 02/01/88 |
| United States | ROYAL BELLE | 944,681 | 10/10/72 | 72/406,045 | 10/26/71 |
| United States | SANCTUARY I | 1,171,301 | 09/29/81 | 73/277,012 | 09/08/80 |
| United States | SENIOR SLEEP | 1,938,483 | 11/28/95 | 74/604,077 | 11/29/94 |
| United States | SLEEP-MATE | 834,332 | 08/29/67 | 73/253,864 | 09/06/66 |
| United States | SLEEPLINE & Design | 330,254 | 11/26/35 | 71/367,005 | 07/05/35 |
| United States | SLEEPSTAKES | 626,957 | 05/15/56 | 71/693,980 | 08/31/55 |
| United States | SOUTHERN CROSS & Design | 885,465 | 02/03/70 | 72/320,191 | 02/26/69 |
| United States | SPACEMAKER & Design | 869,395 | 05/13/69 | 72/285,126 | 11/17/67 |
| United States | SPORTS MATTRESS | 1,630,881 | 01/08/91 | 73/828,869 | 10/02/89 |
| United States | STARGAZER | 1,887,935 | 04/04/95 | 74/430,247 | 08/27/93 |
| United States | SUPER QUEEN | | | 76/207,663 | 02/09/01 |
| United States | SUPREME | 1,613,873 | 09/18/90 | 73/708,565 | 02/01/88 |
| United States | TARA HALL | 2,429,807 | 02/20/01 | 75/914,146 | 02/09/00 |

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|---------------|--------------------------------------|-----------|-----------|------------|-------------|
| United States | TENSION EASE | 663,808 | 07/01/58 | 72/042,276 | 12/12/57 |
| United States | TENSION FLEX | 1,808,490 | 11/30/93 | 74/279,109 | 05/27/92 |
| United States | TENSION GRID | 2,380,107 | 08/22/00 | 75/579,459 | 10/29/98 |
| United States | TORSION GRID | 2,175,987 | 07/28/98 | 75/073,006 | 03/15/96 |
| United States | TOWN-HOUSE | 892,023 | 06/02/70 | 72/332,611 | 07/15/69 |
| United States | 21ST CENTURY MOTION SLEEP SYSTEMS | | | 75/920,675 | 02/15/00 |
| United States | 21ST CENTURY SLEEP SYSTEMS | 1,826,383 | 03/15/94 | 74/405,149 | 06/21/93 |
| United States | ULTRA COMFORT | 830,403 | 06/13/67 | 72/241,652 | 03/23/66 |
| United States | ULTRA COMFORT | 1,551,961 | 08/15/89 | 73/756,107 | 10/05/88 |
| United States | UNIQUE | 1,824,774 | 03/01/94 | 74/420,266 | 07/30/93 |
| United States | VELVET TOUCH | 821,614 | 01/03/67 | 72/239,030 | 02/17/66 |
| United States | VERSAILLES | 1,536,399 | 04/25/89 | 73/714,065 | 02/29/88 |
| United States | VICEROY | 301,220 | 02/21/33 | 71/329,913 | 09/26/32 |
| United States | THE VICTORIAN COLLECTION | 1,925,493 | 10/10/95 | 74/574,059 | 09/15/94 |
| United States | V.I.P. & Design | 918,916 | 08/24/71 | 72/354,674 | 03/19/70 |
| United States | ZERO MOTION | 1,922,056 | 09/26/95 | 74/526,211 | 05/18/94 |

UNITED STATES TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made effective the 29th day of July, 2002, and is made pursuant to the provisions of an Asset Purchase Agreement among LZB Properties, Inc., Englander Licensing Limited Liability Company, and Schottenstein Stores Corporation.

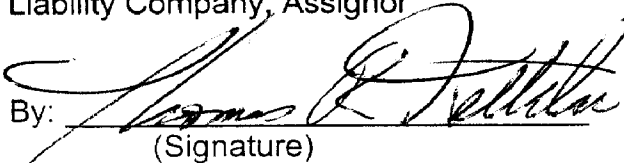
WHEREAS, Englander Licensing Limited Liability Company, a limited liability company organized and existing under the laws of the State of Ohio, having a place of business at 1800 Moler Road, Columbus, Ohio 43207, (hereinafter referred to as the "Assignor"), owns the trademarks and services marks (collectively, the "Marks") which are registered or applied for in the United States Patent and Trademark Office, all of which are listed on Exhibit A attached here to and made a part hereof, together with any applicable registration or application serial numbers; and

WHEREAS, LZB Properties, Inc, a corporation organized and existing under the laws of the State of Michigan, with an address of 36901 Warren Road, Westland, Michigan 48185 (herein after referred to as the "Assignee") desires to acquire said Marks and goodwill associated with said Marks and any and all pending applications therefor and registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the said Assignor does hereby assign and transfer to the said Assignee the entire right, title, and interest in and to said Marks, together with the goodwill of the business symbolized by the Marks and the registration thereto and pending applications therefor, and all

other rights which Assignor has enjoyed thereunder in the United States and other foreign countries, including any and all rights to recovery based on past infringement of said Marks and/or registration, the same to be held and enjoyed by the Assignee, its successors and assigns, to the full end of the term for which the aforesaid Marks are registered and any renewals of the terms thereof.

Englander Licensing Limited
Liability Company, Assignor

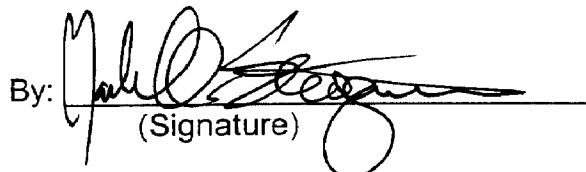
By: 
(Signature)

Name: THOMAS B. KETTELER
(Printed Name)

Title: CHIEF OPERATING OFFICER

Date: 8/23/02

Accepted by LZB Properties, Inc., Assignee

By: 
(Signature)

Name: Mark A. Stegeman
(Printed Name)

Title: Treasurer

Date: 8-15-02

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| United States | ENGLANDER T.L.C. | 1,137,909 | 07/15/80 | 73/190,078 | 10/20/78 |

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| United States | EVEREST | 1,160,035 | 07/07/81 | 73/218,037 | 06/01/79 |
| United States | FEATHEREST | 257,599 | 06/11/29 | 71/278,832 | 02/04/29 |
| United States | FLAIR & Design | 565,117 | 10/07/52 | 71/623,878 | 01/22/52 |
| United States | ILLUSION COMFORT-SEAL | 1,873,873 | 01/17/95 | 74/216,217 | 10/28/91 |
| United States | IMPERIAL SUPREME | 1,816,415 | 01/11/94 | 74/287,942 | 06/24/92 |
| United States | JUST FOR THE HEALTH OF IT! | 1,605,595 | 07/10/90 | 73/828,728 | 10/02/89 |
| United States | (THE) KINGS' REST | 546,658 | 08/14/51 | 71/595,884 | 04/18/50 |
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| United States | NATURE'S FINEST | 2,114,005 | 11/18/97 | 75/189,293 | 10/29/96 |

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|---------------|----------------------|-----------|-----------|------------|-------------|
| United States | NEVER-FLIP | 1,824,437 | 03/01/94 | 74/402,360 | 06/15/93 |
| United States | NIGHT WATCH | 849,812 | 05/28/68 | 72/277,307 | 08/01/67 |
| United States | PILLO-PUFF | 2,052,958 | 04/15/97 | 75/140,324 | 07/26/96 |
| United States | POSTURE AID | 2,357,282 | 06/13/00 | 75/698,224 | 05/05/99 |
| United States | POSTURE BUILDER | 2,346,912 | 05/02/00 | 75/653,200 | 03/04/99 |
| United States | POSTURE SUPPORT | 1,082,557 | 01/17/78 | 73/069,000 | 11/13/75 |
| United States | POSTURE SUPREME | 1,040,940 | 06/08/76 | 73/059,319 | 07/31/75 |
| United States | PROPER-POISE | 559,803 | 06/10/52 | 71/595,886 | 04/18/50 |
| United States | PROPEREST (stylized) | 517,227 | 11/01/49 | 71/556,877 | 05/12/48 |
| United States | RED CROSS & Design | 88,345 | 09/10/12 | 71/043,845 | 07/28/09 |
| United States | Red Line Design Only | 512,538 | 07/19/49 | 71/549,533 | 02/12/48 |
| United States | RED-LINE & Design | 512,539 | 07/19/49 | 71/549,534 | 02/12/48 |
| United States | REGAL BODYGUARD | 1,567,172 | 11/21/89 | 73/708,568 | 02/01/88 |
| United States | ROYAL BELLE | 944,681 | 10/10/72 | 72/406,045 | 10/26/71 |
| United States | SANCTUARY I | 1,171,301 | 09/29/81 | 73/277,012 | 09/08/80 |
| United States | SENIOR SLEEP | 1,938,483 | 11/28/95 | 74/604,077 | 11/29/94 |
| United States | SLEEP-MATE | 834,332 | 08/29/67 | 73/253,864 | 09/06/66 |
| United States | SLEEPLINE & Design | 330,254 | 11/26/35 | 71/367,005 | 07/05/35 |

ENGLANDER INTELLECTUAL PROPERTY ASSETS
U.S. TRADEMARK ASSIGNMENT
EXHIBIT A

| Country | Mark | Reg. No. | Reg. Date | Serial No. | Filing Date |
|---------------|--------------------------------------|-----------|-----------|------------|-------------|
| United States | SLEEPSTAKES | 626,957 | 05/15/56 | 71/693,980 | 08/31/55 |
| United States | SOUTHERN CROSS & Design | 885,465 | 02/03/70 | 72/320,191 | 02/26/69 |
| United States | SPACEMAKER & Design | 869,395 | 05/13/69 | 72/285,126 | 11/17/67 |
| United States | SPORTS MATTRESS | 1,630,881 | 01/08/91 | 73/828,869 | 10/02/89 |
| United States | STARGAZER | 1,887,935 | 04/04/95 | 74/430,247 | 08/27/93 |
| United States | SUPER QUEEN | | | 76/207,663 | 02/09/01 |
| United States | SUPREME | 1,613,873 | 09/18/90 | 73/708,565 | 02/01/88 |
| United States | TARA HALL | 2,429,807 | 02/20/01 | 75/914,146 | 02/09/00 |
| United States | TENSION EASE | 663,808 | 07/01/58 | 72/042,276 | 12/12/57 |
| United States | TENSION FLEX | 1,808,490 | 11/30/93 | 74/279,109 | 05/27/92 |
| United States | TENSION GRID | 2,380,107 | 08/22/00 | 75/579,459 | 10/29/98 |
| United States | TORSION GRID | 2,175,987 | 07/28/98 | 75/073,006 | 03/15/96 |
| United States | TOWN-HOUSE | 892,023 | 06/02/70 | 72/332,611 | 07/15/69 |
| United States | 21ST CENTURY MOTION SLEEP SYSTEMS | | | 75/920,675 | 02/15/00 |
| United States | 21ST CENTURY SLEEP SYSTEMS | 1,826,383 | 03/15/94 | 74/405,149 | 06/21/93 |
| United States | ULTRA COMFORT | 830,403 | 06/13/67 | 72/241,652 | 03/23/66 |
| United States | ULTRA COMFORT | 1,551,961 | 08/15/89 | 73/756,107 | 10/05/88 |
| United States | UNIQUE | 1,824,774 | 03/01/94 | 74/420,266 | 07/30/93 |

ENGLANDER INTELLECTUAL PROPERTY ASSETS
U.S. TRADEMARK ASSIGNMENT
EXHIBIT A

| Ccountry | Mark | Reg. No. | Reg. Date | Serial No. | Filing Date |
|---------------|--------------------------|-----------|-----------|------------|-------------|
| United States | VELVET TOUCH | 821,614 | 01/03/67 | 72/239,030 | 02/17/66 |
| United States | VERSAILLES | 1,536,399 | 04/25/89 | 73/714,065 | 02/29/88 |
| United States | VICEROY | 301,220 | 02/21/33 | 71/329,913 | 09/26/32 |
| United States | THE VICTORIAN COLLECTION | 1,925,493 | 10/10/95 | 74/574,059 | 09/15/94 |
| United States | V.I.P. & Design | 918,916 | 08/24/71 | 72/354,674 | 03/19/70 |
| United States | ZERO MOTION | 1,922,056 | 09/26/95 | 74/526,211 | 05/18/94 |