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02-03-2003



UNITED STATES

102354182

ARK OFFICE

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

To the Assistant Commissioner for Trademarks:

Please record the attached original document or a copy thereof.

1. Name and address of conveying party(ies):

Sarne Corporation  
250 Carter Drive  
Edison, New Jersey 08818

A New York corporation

2. Name and address of receiving party(ies):

Maytron Enterprises Limited  
Room 1009, 10<sup>th</sup> Fl., Tower III, Enterprise Square  
9 Sheung Yuet Road  
Kowloon Bay, Kowloon, Hong Kong

A Hong Kong corporation

If assignee is not domiciled in the United States, a domestic representative designation is attached: **XX**

3. Nature of conveyance: assignment.

Execution date: January 17, 2003

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

A. Trademark application number(s)

None

B. Trademark registration number(s)

Sarne; Registration No.: 392485, January 10, 1992;  
American West, Registration No.: 1219990, December 14, 1982;

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2003 FEB -3 11:11:02  
COMMERCIAL DIV

160663.1

02/03/2003 6TON11 00000067 392485

01 FC:8521 40.00 DP  
02 FC:8522 175.00 DP

Directions, Registration No.: 1283340, June 26, 1984;  
Dover; Registration No.: 1853653, September 13, 1994;  
EXECUWOMAN; Registration No.: 1267959, February 21, 1984;  
Sarne, Registration No.: 859158, October 29, 1968;  
TRIPMATE, Registration No.: 2153873, April 28, 1998;  
Dover Kidz, Registration No.: 1803254, November 9, 1993, together  
With Application for Reinstatement dated January 17, 2003.

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

Barton Nachamie, Esq.  
Todtman, Nachamie, Spizz & Johns, P.C.  
425 Park Avenue  
New York, New York 10022

6. Total number of applications and registrations involved: 8

7. Total fee enclosed: \$215.00

8. Deposit account number: [Not applicable]

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.

  
Barton Nachamie

Date: January 20, 2003

Total number of pages submitted (including cover sheet and any attached Schedules, and conveyance document and any attached Schedules): 6

Mail documents to be recorded with required cover sheet information to:

United States Patent and Trademark Office  
Office of Public Records  
Crystal Gateway 4  
Room 335  
Washington, D.C. 20231

**ASSIGNMENT OF TRADEMARKS**

**WHEREAS**, Sarné Corporation, a New York corporation, having a place of business at 250 Carter Drive, Edison, New Jersey 08818 (the "Assignor"), has adopted and used and is using the trademarks (the "Marks") identified on Exhibit "A" hereto, and is the owner of record of the registrations and pending registration applications for such Marks in the United States Patent and Trademark Office and elsewhere identified on said Exhibit "A"; and

**WHEREAS**, Maytron Enterprises Limited., a Hong Kong corporation, having a place of business at Room 1009, 10<sup>th</sup> Floor, Tower III, Enterprise Square of Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong (the "Assignee"), is desirous of acquiring said Marks and registrations or registration applications therefor, including the good will of the business to which said marks pertain, pursuant to the Asset Purchase Agreement dated January 16, 2003 between Assignor and Assignee; and

**WHEREAS**, said Marks and the registrations and registration applications therefor are being assigned to the Assignee in conjunction with the Assignor's assets, properties, rights and interests;

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, and effective as of January 16, 2003 (the "Effective Date"), said Assignor does hereby assign, sell and transfer unto said Assignee all right, title and interest in and to the said Marks, together with (a) the registrations and registration applications for said Marks, (b) the goodwill of the business symbolized by and associated with said Marks, and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to said Marks or such associated goodwill.

**IN WITNESS WHEREOF**, the Assignor, by its duly authorized officer, has executed this assignment, as an instrument under seal, effective as of the Effective Date, on this 17 day of January, 2003.

SARNE CORPORATION

By: [Signature]

Name: Daniel Sarné

Title: President

Dated: 1/17/2003

The foregoing assignment of said Marks and the registrations and registration applications therefor by the Assignor to the Assignee is hereby accepted, effective as of the Effective Date on this \_\_\_\_\_ day of January, 2003.

MAYTRON ENTERPRISES LIMITED

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

STATE OF NEW YORK     )  
                                  ss.:  
COUNTY OF NEW YORK    )

On this 17<sup>th</sup> day of January, 2003, before me appeared DAVID HARARI, the person who signed this instrument, who acknowledged that he is the Executive VP of Sarne Corporation and that he signed such instrument as a free act on behalf of the corporation.

Barbara F. Gonsalves  
Notary Public

[Seal]

My commission expires: 1/31/03

**BARBARA F. GONSALVES**  
**Notary Public, State of New York**  
**No. 4716132**  
**Qualified in Richmond County** 03  
**Commission Expires January 31, 20** 03



<u>COUNTRY</u>	<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
Canada	SARNE	392485	1/10/92

POCKET BOOKS, HANDBAGS, EVENING BAGS, PURSES, WALLETS, KEYCASES, LUGGAGE, TOTE BAGS, POCKET BOOKS, HANDBAGS, AND EVENING BAGS

United States	AMERICAN WEST	1219990	12/14/82
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18: HANDBAGS, TOTE BAGS, TRAVEL BAGS AND LUGGAGE

United States	DIRECTIONS	1283340	6/26/84
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HANDBAGS, TOTE BAGS, TRAVEL BAGS, LUGGAGE

United States	DOVER	1853653	9/13/94
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18: HANDBAGS (OF LEATHER, FABRIC AND STRAW), WALLETS, PURSES, CHANGE PURSES, KEY CASES, CREDIT CARD CASES, PASSPORT CASES, IDENTIFICATION TAGS, COSMETIC CASES SOLD EMPTY, SMALL LEATHER BAGS DESIGNED TO HOLD TOILETRIES SOLD EMPTY, ATTACHE CASES, PURSES, COMB CASES, LUGGAGE, SMALL ALL-PURPOSE LEATHER BAGS IN THE NATURE OF CLUTCH POUCHES, BILFOLDS AND UMBRELLAS

United States	EXECUWOMAN	1267959	2/21/84
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HANDBAGS, TOTE BAGS, ATTACHE CASES AND BRIEF CASES

United States	SARNE	859158	10/29/68
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LUGGAGE, TOTE BAGS, PLASTIC, LEATHER AND STRAW POCKETBOOKS AND HANDBAGS, AND EVENING BAGS

United States	TRIPMATE	2153873	4/28/98
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18: LUGGAGE, COSMETIC AND BEAUTY CASES, ALL SOLD EMPTY

COUNTRY

MARK

REG. NO.

REG. DATE

Formula Field:

(UpperCase({TRADEMARK.TM\_CLIENTREF}) LIKE '16331\*') AND  
(UpperCase({TRADEMARK.TM\_STATUS}) <> 'INACTIVE')

USA

DOVER KIDZ

1803254

November 9, 1993

Together with Application for Reinstatement dated January 17, 2003.

**SCHEDULE OF TRADEMARKS ASSIGNED  
BY  
SARNE CORPORATION  
TO  
MAYTRON ENTERPRISES LIMITED**

<b><u>Reg. No. or Application No.</u></b>	<b><u>Mark</u></b>	<b><u>Country</u></b>	<b><u>Reg. or Filing Date</u></b>
392485	SARNE	Canada	1/10/1992
1219990	AMERICAN WEST	U.S.A.	12/14/1982
1283340	DIRECTIONS	U.S.A.	6/26/1984
1853653	DOVER	U.S.A.	9/13/1994
1267959	EXECUWOMAN	U.S.A.	2/21/1984
859158	SARNE	U.S.A.	10/29/1968
2153873	TRIPMATE	U.S.A.	4/28/1998
1803254	DOVER KIDZ	U.S.A.	11/9/1993*

\*Together with Application for Reinstatement dated January 17, 2003.