

TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):
 Bendelco, Inc., a Delaware corporation,
 located at 1105 North Market Street
 Wilmington, Delaware 19801

Individual Association
 General Partnership Limited Partnership
 Corporation
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Henri Bendel, Inc., a Delaware corporation,
 located at 1114 Avenue of the Americas,
 New York, New York 10036

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 designation must be a separate document from Assignment
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of name

Execution Date: January 31, 2003

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

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	408,921 1,507,677 408,915 1,990,607 2,010,318
	2,147,015 2,205,329 2,205,331

Additional numbers attached? Yes XNo

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

Name: Frank J. Colucci, Esq.

Internal Address: Colucci & Umans
Manhattan Tower

Street Address: 101 East 52nd Street

City: New York State: New York ZIP: 10022

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41): \$ 215.00

Enclosed
 Authorized to be charged to deposit account.

8. Deposit account number:
20-0050

(Attach duplicate copy of this page if paying by deposit account)

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.

Frank J. Colucci
 Name of Person Signing

Frank J. Colucci
 Signature

August 29, 2003
 Date

Total number of pages including cover sheet 4

OMB No. 0651-0011

Do not detach this portion

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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TRADEMARK

CH \$215.00 200050 0408921

ADP D181-002
UNITED STATESASSIGNMENT

THIS ASSIGNMENT is made nunc pro tunc as of
January 31, 2003.

WHEREAS, BENDELCO, INC., a Delaware corporation,
located at 1105 North Market Street, Wilmington, Delaware
19801, United States of America, is the record owner of the
trademark registrations set forth in Schedule A, which are
registered in the United States Patent and Trademark Office;
and

WHEREAS, HENRI BENDEL, INC., a Delaware corporation,
located at 1114 Avenue of the Americas, New York, New York
10036, United States of America, is desirous of acquiring
said trademark registrations shown on the attached Schedule
A;

NOW, THEREFORE, for good and valuable consideration,
receipt of which is hereby acknowledged, Bendelco, Inc., does
hereby assign unto Henri Bendel, Inc. all right, title and
interest in and to the said trademark, together with the
goodwill of the business symbolized by the marks, and the
registrations as shown in the attached Schedule A.

Dated: ~~New York, New York~~ ^{Columbus, Ohio}
August 4, 2003

BENDELCO, INC.

By: David H. Hasson
David H. Hasson
Vice President and Secretary

SCHEDULE A

Trademark

Registration No.

HENRI BENDEL	408,921
HENRI BENDEL	1,507,677
HENRI BENDEL & Design	409,915
BENDEL CARD	1,990,607
BENDEL BONUS & Design	2,010,318
BENDELEGS AND Design	2,147,015
HENRI BENDEL SPA	2,205,329
HENRI BENDEL BODY	2,205,331

D181-002 USA ADP

UNITED STATES OF AMERICA)
STATE OF Ohio) ss.:
COUNTY Franklin)

I, Sara J. Martin , a Notary Public in and for the State and County aforementioned, do hereby certify that David H. Hasson, who appeared before me and who executed the foregoing document in my presence is the Vice President and Secretary of Bendelco, Inc., a corporation and existing under the laws of the State of Delaware; that the said David H. Hasson has authority, under the articles of incorporation and bylaws of the said corporation to represent the said corporation, and that any instrument signed solely by him in his capacity as such officer is binding on the said corporation.

Dated this 4th day of August, 2003

Notary Public



SARA J. MARTIN
Notary Public, State of Ohio
My Commission Expires 11-08-05

Sara J. Martin