

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aurafin-OroAmerica LLC		06/15/2004	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA	
Name:	Aurafin LLC
Street Address:	6701 Nob Hill Road
City:	Tamarac
State/Country:	FLORIDA
Postal Code:	33321
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 77		
Property Type	Number	Word Mark
Registration Number:	1973122	1BBK
Registration Number:	2425911	12 PRECIOUS ROSES
Registration Number:	1990565	ANIMAL CREATIONS
Registration Number:	2401090	BAGUETTE LINK
Registration Number:	2408130	BAGUETTE SUPREME
Registration Number:	2116578	BEVERLY HILLS GEM
Registration Number:	1528154	BEVERLY HILLS GOLD
Registration Number:	1645629	BEVERLY HILLS GOLD
Registration Number:	2065843	BEVERLY HILLS GOLD
Registration Number:	2376220	BEVERLY HILLS GOLD
Registration Number:	2064036	BEVERLY HILLS GOLD AND SILVER
Registration Number:	2156409	BEVERLY HILLS GOLD TIMEPIECES
Registration Number:	2116579	BEVERLY HILLS JEWELS
Registration Number:	2103853	BEVERLY HILLS KIDS

OP \$1940.00 1973122

Registration Number:	2480427	BEVERLY HILLS PLATINUM
Registration Number:	1528156	BEVERLY HILLS ROPE
Registration Number:	1528155	BEVERLY HILLS SILVER
Registration Number:	2791423	BHG
Registration Number:	2502547	CHAMPAGNE ROPE
Registration Number:	2204143	THE CLAUDIA HOLLINGSWORTH COLLECTION
Registration Number:	2304968	COMBINATIONS
Registration Number:	2452007	CREATE YOUR OWN MEMORIES
Registration Number:	2420322	DELUXE ROPE
Registration Number:	2318620	ECL
Registration Number:	2016097	ETERNITY
Registration Number:	1951183	ETERNITY BANGLE
Registration Number:	2306678	FUNKY FASHIONS
Registration Number:	2846490	GRAND CENTRAL STATIONS
Registration Number:	2409402	INTERIOR DESIGN
Registration Number:	2443365	IT'S WHAT'S ON THE INSIDE THAT COUNTS
Registration Number:	2251083	JP
Registration Number:	1331971	LASERCHARM
Registration Number:	2792970	LUMINESSE
Registration Number:	2058150	MIRACLEGOLD
Registration Number:	2225848	MIRROR ROPE
Registration Number:	2385642	MY FIRST GOLD
Registration Number:	1454143	
Registration Number:	1611998	
Registration Number:	1954777	
Registration Number:	1227453	OR
Registration Number:	1473068	OR
Registration Number:	1628233	OR
Registration Number:	1741201	OR
Registration Number:	1403943	OROAMERICA
Registration Number:	2818015	PERFECTINA
Registration Number:	2209705	PERFUMAMERICA
Registration Number:	2043871	P/PRCS
Registration Number:	2028007	PRECIOUS PRECIOUS
Registration Number:	2438450	PUSH LOCK

Registration Number:	1909540	QUINTUPLE ROPE
Registration Number:	2527344	QUINTUPLE ROPE
Registration Number:	2800949	REGAL GOLD
Registration Number:	1687780	ROSE ROPE
Registration Number:	1563275	SATIN-TOUCH ROPE
Registration Number:	1935314	SA
Registration Number:	1544348	SILKHERRINGBONE
Registration Number:	1553670	SILK ROPE
Registration Number:	1953830	SILVER AMERICA
Registration Number:	2447990	SOPRANO
Registration Number:	1550611	SUPER ROPE
Registration Number:	1909539	SUPREME VALUE ROPE
Registration Number:	2223214	TANZANIQUE
Registration Number:	2738670	ULTRA VALUE
Registration Number:	2265353	VANILLA PASSION
Registration Number:	1556758	VELVET ROPE
Registration Number:	2116653	WG
Registration Number:	2084554	WONDER GOLD
Registration Number:	2019086	WONDER GOLD
Serial Number:	76115935	ITALOR
Serial Number:	75252793	
Serial Number:	76258993	SPARKLERS
Serial Number:	78118279	SUNRISE GOLD
Serial Number:	78118269	SUNSET GOLD
Serial Number:	78135916	SUNRISE SUNSET COLLECTION
Serial Number:	78228441	WG
Registration Number:	2738671	DANGLE BANGLES
Serial Number:	76345074	TOTALLY TOES

CORRESPONDENCE DATA

Fax Number: (954)718-3214
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (954) 718-3200
Email: marc.kesten@aurafin.com
Correspondent Name: Marc J. Kesten
Address Line 1: 6701 Nob Hill Road
Address Line 2: Legal Department

Address Line 4: Tamarac, FLORIDA 33321

ATTORNEY DOCKET NUMBER:

MERGER A-O INTO AU

NAME OF SUBMITTER:

Marc J. Kesten

Total Attachments: 2

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Delaware

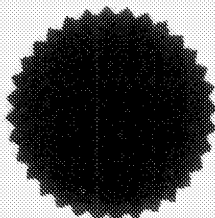
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"AURAFIN-OROAMERICA LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "AURAFIN LLC" UNDER THE NAME OF "AURAFIN LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF JUNE, A.D. 2004, AT 8:36 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3169304

DATE: 06-14-04

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040434411

TRADEMARK

REEL: 002874 FRAME: 0617

JUN. 14. 2004 4:22PM

LANTER2

NO. 6154 P. 3

10.6123 2.22

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:54 AM 06/14/2004
FILED 08:36 AM 06/14/2004
SPV 040434411 - 2971299 FILE

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANIES

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is Aurafin LLC, and the name of the limited liability company being merged into this surviving limited liability company is Aurafin OroAmerica LLC.

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is Aurafin LLC.

FOURTH: The Certificate of Formation of Aurafin LLC shall be the Certificate of Formation of the surviving limited liability company.

FIFTH: The merger is to become effective on June 10, 2004.

SIXTH: The Agreement and Plan of Merger is on file at 6701 Nob Hill Road, Tamarac, Florida 33321, the place of business of the surviving limited liability company.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies.

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized person, the 10th day of June, A.D., 2004.

AURAFIN LLC

By: Auravest Holdings, Inc., its
Manager Member

By: Steven L. Hansen
Steven L. Hansen, Vice President

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