

Form PTO-1504 1-31-92 RECORDATION FORM COVER SHEET TRADEMARKS ONLY U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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

1. Name of conveying party(ies): HYDE PARK FOOTWEAR USA, LLC
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
X Other Delaware Limited Liability Company
Additional name(s) of conveying party(ies) attached Yes x No

2. Name and address of receiving party(ies):
Name: FASHION SHOE LICENSING LLC
Address: 3333 New Hyde Park Road, New Hyde Park, New York 11042
Individual(s) citizenship Association
General Partnership Limited Partnership
Corporation-State
X Other Delaware Limited Liability Company

3. Nature of conveyance:
x Assignment Merger
Security Agreement Change of Name
Other
Execution Date: August 10, 2004

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

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
Additional Numbers attached? x Yes No

B. Trademark Registration No.(s). SEE ATTACHED

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Tamar Niv Bessinger
Internal Address: Fross Zelnick Lehrman & Zissu, P.C.
Street Address: 866 United Nations Plaza
City: New York State: NY Zip: 10017
Tel: (212)813-5900; Fax: (212)813-5901

6. Total number of applications and and registration involved:.....31

7. Total fee (37 CFR 3.41) ..... \$ 790.00
X Authorized to be charged to deposit account (Only if total fee is not sufficient)

8. Deposit account number: 23-0825: Docket No. FASD - 0420457
(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.
Tamar Niv Bessinger Name of Person Signing
Signature
August 16, 2004 Date
Total number of pages comprising cover sheet:

CH \$790.00 230825 1228560

## Schedule of Trademarks

Owner	Trademark	Country	Application No.	Registration No.	Registration Date	Classes	Status
Footwear Sourcing USA, LLC	<b>ALLURE</b>	United States of America	73/311516	1228560	Feb 22 1983	25	Registered
Footwear Sourcing USA, LLC	<b>ALLURE and Design</b>	United States of America	73/694138	1495917	Jul 12 1988	25	Registered
Footwear Sourcing USA, LLC	<b>CARESSA</b>	United States of America	72/025691	665773	Aug 12 1958	39	Registered
Footwear Sourcing USA, LLC	<b>CARESSA</b>	United States of America	73/541009	1393256	May 13 1986	18	Registered
Footwear Sourcing USA, LLC	<b>CARESSA and Design</b>	United States of America	73/694139	1510196	Oct 25 1988	25	Registered
Footwear Sourcing USA, LLC	<b>CARESSA EAST</b>	United States of America	74/154002	1734924	Nov 24 1992	25	Registered
Footwear Sourcing USA, LLC	<b>CARESSA PRESTIGE</b>	United States of America	73/601516	1437385	Apr 21 1987	25	Registered
Footwear Sourcing USA, LLC	<b>CARESSABLES</b>	United States of America	74/617102	1937321	Nov 21 1995	25	Registered
Footwear Sourcing USA, LLC	<b>CARESSABLES BY CARESSA</b>	United States of America	72/176490	771516	Jun 16 1984	39	Registered
Footwear Sourcing USA, LLC	<b>CARINA</b>	United States of America	73/466939	132085	Feb 19 1985	25	Registered
Footwear Sourcing USA, LLC	<b>CARIOCA and Design</b>	United States of America	73/541009	1377374	Jan 7 1986	25	Registered
Footwear Sourcing USA, LLC	<b>CARIOCAI</b>	United States of America	72/230508	818316	Nov 8 1986	25	Registered
Footwear Sourcing USA, LLC	<b>COMFORT CONSTRUCTION</b>	United States of America	74/169534	1818492	Jan 25 1994	25	Registered
Footwear Sourcing USA, LLC	<b>CROSTOWN</b>	United States of America	74/028624	1649544	Jul 2 1991	25	Registered
Footwear Sourcing USA, LLC	<b>ELEGANZA</b>	United States of America	72/136880	775869	Aug 25 1964	25	Registered

Footwear Sourcing USA, LLC	<b>JUDITH LESLEY</b>	United States of America	73/767551	1559928	Oct 10 1989	25	Registered
Footwear Sourcing USA, LLC	<b>KATHERINE HALL</b>	United States of America	73/767550	1559927	Oct 10 1989	25	Registered
Footwear Sourcing USA, LLC	<b>METRO and Design</b>	United States of America	73/541003	1460115	Oct 6 1987	25	Registered
Footwear Sourcing USA, LLC	<b>Mushroom Design</b>	United States of America	73/062531	1081789	Jan 10 1998	25	Registered
Footwear Sourcing USA, LLC	<b>MUSHROOMS</b>	United States of America	73/435484	1282610	Jun 19 1984	25	Registered
Footwear Sourcing USA, LLC	<b>MUSHROOMS</b>	United States of America	75/192307	2079455	Jul 15 1997	25	Registered
Footwear Sourcing USA, LLC	<b>MUSHROOMS &amp; Design</b>	United States of America	73/422301	1306051	Nov 20 1984	25	Registered
Footwear Sourcing USA, LLC	<b>MUSHROOMS and Design</b>	United States of America	73/435393	1294406	Sep 11 1984	25	Registered
Footwear Sourcing USA, LLC	<b>MUSHROOMS LITES &amp; Design</b>	United States of America	76/530549	2864590	Jul 20 2004	25	Registered
Footwear Sourcing USA, LLC	<b>PHILIPPE BOTTIER</b>	United States of America	72/187472	783702	Jan 19 1965	25	Registered
Footwear Sourcing USA, LLC	<b>PRESTIGE</b>	United States of America	73/738020	1608311	Jul 5 1988	25	Registered
Footwear Sourcing USA, LLC	<b>PROTEGE</b>	United States of America	73/802129	1576511	Dec 12 1989	25	Registered
Footwear Sourcing USA, LLC	<b>S.R.O.</b>	United States of America	72/271340	851495	Jun 25 1988	25	Registered
Footwear Sourcing USA, LLC	<b>S.R.O.</b>	United States of America	73/541005	1370160	Nov 12 1985	18	Registered
Footwear Sourcing USA, LLC	<b>SRO STANDING ROOM ONLY and Design</b>	United States of America	73/541007	1377373	Jan 7 1986	25	Registered
Footwear Sourcing USA, LLC	<b>ULTIMA SERIES</b>	United States of America	75/764053	2434264	Mar 6 2001	25	Registered

TM- Administrator - PB

IPPO WebTMS: printed May 4 2004 3:51:40 PM

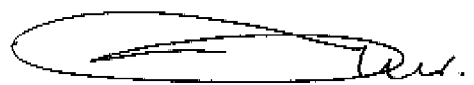
**ASSIGNMENT**

WHEREAS, Hyde Park Footwear USA, LLC, a Delaware Limited Liability Company located at and doing business at 3333 New Hyde Park Road, New Hyde Park, New York 11042 ("Assignor"), is the owner of the trademarks listed in the attached schedule and the registrations and applications therefore; and

WHEREAS, Fashion Shoe Licensing LLC, a Delaware Limited Liability Company located at and doing business at 3333 New Hyde Park Road, New Hyde Park, New York 11042 ("Assignee"), is desirous of acquiring said trademarks, the registrations and applications therefore, and all associated goodwill in said trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to said trademarks and the above-referenced registrations and application therefore, together with the goodwill of the business symbolized by said trademarks, and with all claims that could be asserted by Assignor arising out of or relating to the use or ownership of said trademarks.

Hyde Park Footwear USA, LLC

By:   
(Signature)

Name: NAHUM G. SHAR  
(Printed or typed)

Title: Authorized Signator (President)

Date: 08-10-04