

Form FTO-1594 (Rev. 07/05)  
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

80034-1251

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

#### 1. Name of conveying party(ies):

See attached list

- Individual(s)
- General Partnership
- Corporation- State: \_\_\_\_\_
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

#### 3. Nature of conveyance / Execution Date(s) :

Execution Date(s) November 9, 2007

- Assignment
- Security Agreement
- Other Amended & Restated Trademark Security Agreement
- Merger
- Change of Name

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

Additional names, addresses, or citizenship attached?  No  Yes

Name: General Electric Capital

Internal Corporation, as agent

Address: \_\_\_\_\_

Street Address: 201 Merritt 7

City: Norwalk

State: CT

Country: USA Zip: 06856

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship Del Corp
- Other \_\_\_\_\_ Citizenship \_\_\_\_\_

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)

#### 4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Laura Konrath

Internal Address: Winston & Strawn LLP

Street Address: 35 W. Wacker Dr.

City: Chicago

State: IL Zip: 60601

Phone Number: 312-558-6352

Fax Number: 312-558-5700

Email Address: lkonrath@winston.com

#### 6. Total number of applications and registrations involved:

31

#### 7. Total fee (37 CFR 2.6(b)(8) & 3.41) \$ 790.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

#### 8. Payment Information:

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number 232428

Authorized User Name Laura Konrath

#### 9. Signature:

  
Signature

Laura Konrath

Name of Person Signing

12/31/07  
Date

Total number of pages including cover sheet, attachments, and document: \_\_\_\_\_

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$790.00 232428 75294527

**Continuation Item 1**

Finlay Fine Jewelry Corporation  
Del Corp.

Finlay Jewelry, Inc.  
Del Corp.

Finlay Merchandise<sup>ing</sup> and Buying, Inc.  
Del Corp.

EFINLAY, Inc.  
Del Corp.

Carlyle & Co. Jewelers LLC  
Del LLC

Park Promenade LLC  
FL LLC

L. Congress, Inc.  
FL Corp.

SCHEDULE I  
to  
TRADEMARK SECURITY AGREEMENT

Continuation  
Item 4

TRADEMARK REGISTRATIONS

FINLAY FINE JEWELRY CORPORATION

	<u>NAME</u>	<u>STATE/ COUNTRY</u>	<u>REGISTRATION OR SERIAL NO.</u>	<u>DATE FILED DATE ISSUED</u>	<u>DECLARATION OF USE/ RENEWAL DUE</u>
1	HOT-NOT (Stylized)	U.S.A.	TM Reg. #1,916,315	09/05/95	09/05/15
2	LUXURIA FINE JEWELRY and Design	U.S.A.	TM Reg. #2,959,084	06/07/05	06/07/11
3	LUXURIAFINEJEWELRY.COM	U.S.A.	TM Reg. #3,021,457	11/29/05	11/29/11
4	SHARE THE INDULGENCE	U.S.A.	TM Reg. #2,939,256	04/12/05	04/12/11

SCHEDULE I  
to  
TRADEMARK SECURITY AGREEMENT  
TRADEMARK REGISTRATIONS

CARLYLE & CO. JEWELERS LLC

II	<u>NAME</u>	<u>STATE/ COUNTRY</u>	<u>REGISTRATION OR SERIAL NO.</u>	<u>DATE FILED DATE ISSUED</u>	<u>DECLARATION OF USE/ RENEWAL DUE</u>
5	FOR LOVE FOR LIFE FOR NOW FOR EVER	U.S.A.	SM Reg. #2,347,308	05/02/00	05/02/10
6	FOR LOVE FOR LIFE FOR NOW FOR EVER	U.S.A.	TM Reg. #2,307,099	01/11/00	01/11/10
7	J.E. CALDWELL CO.	U.S.A.	SM Reg. #1,779,304	06/29/03	06/29/09
8	PERFECT LOVE	U.S.A.	TM Reg. #2,559,977	04/09/02	04/09/08
9	PERFECT MOMENT	U.S.A.	TM Reg. #2,865,661	07/20/04	07/20/10
10	PERFECT HARMONY	U.S.A.	TM Reg. #2,861,316	07/06/04	07/06/10
11	POINTS OF PERFECTION	U.S.A.	TM Reg. #2,799,314	12/23/03	12/23/09

SCHEDULE I  
to  
TRADEMARK SECURITY AGREEMENT  
TRADEMARK REGISTRATIONS

L. CONGRESS, INC.

<u>III</u> <u>NAME</u>	<u>STATE/ COUNTRY</u>	<u>REGISTRATION OR SERIAL NO.</u>	<u>DATE FILED DATE ISSUED</u>	<u>DECLARATION OF USE/ RENEWAL DUE</u>
12 C (and design)	U.S.A.	TM Reg. #75294527	05/19/97	07/07/08

Rev. 10/23/07

6816/28602-001 Current/10244143v2

**TRADEMARK**  
**REEL: 003691 FRAME: 0608**

SCHEDULE I  
to  
TRADEMARK SECURITY AGREEMENT

TRADEMARK REGISTRATIONS

Acquired Business

MARK	STATUS	OWNER	APPLICATION NO	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
A BAILEY BANKS & BIDDLE JEWELER	REGISTERED	Finlay by assignment from TXDC, L.P.	73/612,685	8/4/1986	1,436,870	4/14/1987	4/14/2017	42	RETAIL JEWELRY STORE SERVICES
ARCTIC IDEAL	REGISTERED	Finlay by assignment from TXDC, L.P.	76/540,345	8/14/2003	3,006,244	10/11/2005	10/11/2015	14	DIAMONDS CERTIFIED BY THE GOVERNMENT OF THE NORTHWEST TERRITORIES AS MINED, CUT AND POLISHED IN THE NORTHWEST TERRITORIES
ATTRIBUTES	REGISTERED	Finlay by assignment from TXDC, L.P.	76/591,729	5/11/2004	3,006,305	10/11/2005	10/11/2015	14	DIAMONDS

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SCHEDULE I  
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TRADEMARK SECURITY AGREEMENT  
TRADEMARK REGISTRATIONS

MARK	STATUS	OWNER	APPLICATION NO	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
BAILEY BANKS & BIDDLE	REGISTERED	Finlay by assignment from TXDC, L.P. [NTD: assigned to TXDC on 8/1/01.	180,940	8/4/1978	1,123,513	7/31/1979	7/31/2009	42	RETAIL JEWELRY STORE SERVICES; JEWELRY STORE SERVICES
BAILEY BANKS & BIDDLE (stylized)	REGISTERED	Finlay by assignment from TXDC, L.P.	75/583,595	11/5/1998	2,311,315	1/25/2000	1/25/2010	35	RETAIL JEWELRY STORE SERVICES
BAILEY BANKS & BIDDLE WORLD RENOWNED JEWELERS SINCE 1832 & DESIGN	REGISTERED	Finlay by assignment from TXDC, L.P.	76/338,025	11/14/2001	2,649,127	11/12/2002	11/12/2012	35	RETAIL JEWELRY STORE SERVICES
BELLA CLASSICA	REGISTERED	Finlay by assignment from TXDC, L.P.	78/566,904	2/14/2005	3,175,187	11/21/2006	11/21/2012	14	JEWELRY

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SCHEDULE I  
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TRADEMARK SECURITY AGREEMENT

TRADEMARK REGISTRATIONS

MARK	STATUS	OWNER	APPLICATION NO	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
E & Design (Ecology)	PENDING	Finlay by assignment from TXDC, L.P.	78701,489	8/26/2005				14	JEWELRY
EVOCATIVE GOLD	REGISTERED	Finlay by assignment from TXDC, L.P.	76288,002	7/21/2001	2,707,801	4/15/2003	4/15/2013	14	JEWELRY MADE IN WHOLE OR SUBSTANTIAL PART OF GOLD
FOREVER INTERTWINED	PENDING	Finlay by assignment from TXDC, L.P.	77094,680	1/30/2007				35	RETAIL JEWELRY STORE SERVICES
ICE FLOWERS	PENDING	Finlay by assignment from TXDC, L.P.	78737,313	10/20/2005				14	JEWELRY
LETTERS OF LOVE	REGISTERED	Finlay by assignment from TXDC, L.P.	75567,281	10/9/1998	2,759,135	9/2/2003	9/2/2013	14	JEWELRY IN THE SHAPE OF ALPHABETICAL LETTERS

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TRADEMARK SECURITY AGREEMENT  
TRADEMARK REGISTRATIONS

MARK	STATUS	OWNER	APPLICATION NO.	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
MISC. DESIGN (SINGLE UNICORN)	REGISTERED	Finlay by assignment from TXDC, L.P.	74/286,142	6/17/1992	1,754,387	2/23/1993	2/23/2013	42	RETAIL JEWELRY STORE SERVICES
MISCELLANEOUS DESIGN (UNICORN)	REGISTERED	Finlay by assignment from TXDC, L.P.	76/546,147	9/4/2003	2,967,890	7/12/2005	7/12/2015	35	RETAIL JEWELRY STORE SERVICES
RAFFIA	REGISTERED	Finlay by assignment from TXDC, L.P.	78/714,676	9/16/2005				14	JEWELRY
THE LINEAGE DIAMOND	REGISTERED	Finlay by assignment from TXDC, L.P.	76/269,604	6/8/2001	2,571,323	5/21/2002	5/21/2012	14	DIAMONDS AND DIAMOND JEWELRY
TREASURES FOR A LIFETIME	REGISTERED	Finlay by assignment from TXDC, L.P.	78/656,325	4/7/2006	3,202,127	1/23/2007	1/23/2017	35	RETAIL JEWELRY STORE SERVICES

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TRADEMARK SECURITY AGREEMENT  
TRADEMARK REGISTRATIONS

MARK	STATUS	OWNER	APPLICATION NO	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
WHERE TREASURES LIVE	REGISTERED	Finlay by assignment from TXDC, L.P.	76/545,467	9/3/2003	2,878,953	8/31/2004	8/31/2014	35	RETAIL JEWELRY STORE SERVICES
ZELL BROTHERS	REGISTERED	Finlay by assignment from TXDC, L.P. [NTD: assigned to TXDC on 8/1/01]	73/180942	8/4/1978	1,134,848	5/6/1980	5/6/2010	42	JEWELRY STORE SERVICES

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**AMENDED AND RESTATED TRADEMARK SECURITY AGREEMENT**

AMENDED AND RESTATED TRADEMARK SECURITY AGREEMENT, dated as of November 9, 2007, by each of the entities listed on the signature pages hereof (each a "Grantor" and, collectively, the "Grantors"), in favor of GENERAL ELECTRIC CAPITAL CORPORATION, a Delaware corporation, in its capacity as Agent for Lenders.

**WITNESSETH:**

WHEREAS, pursuant to that certain Fourth Amended and Restated Credit Agreement dated as of the date hereof by and among Grantors, the other Persons named therein as Credit Parties, Agent and the Persons signatory thereto from time to time as Lenders (as from time to time amended, restated, supplemented or otherwise modified, the "Credit Agreement"), Lenders have agreed to make Loans to, and incur Letter of Credit Obligations for the benefit of, Grantors;

WHEREAS, it is a condition precedent to the obligation of the Lenders to make their respective extensions of credit to the Borrowers under the Credit Agreement that the Grantors shall have executed and delivered this Amended and Restated Trademark Security Agreement amending and restating (i) that certain Trademark Security Agreement, dated as of May 19, 2005, between Finlay Fine Jewelry Corporation and Agent, and (ii) that certain Trademark Security Agreement, dated as of May 19, 2005, among Carlyle & Co. Jewelers, Carlyle & Co. of Montgomery, J.E. Caldwell Co. and Park Promenade, Inc. (as amended to the date hereof, without giving effect to the amendments and restatements set forth herein, together the "Existing Trademark Security Agreements");

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantors hereby agree as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Credit Agreement.

2. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Each Grantor hereby grants to Agent, on behalf of itself and Lenders, a continuing first priority security interest in all of such Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the "Trademark Collateral"):

(a) all of its Trademarks and Trademark Licenses to which it is a party including those referred to on Schedule I hereto;

(b) all goodwill of the business connected with the use of, and symbolized by, each Trademark; and

(c) all products and proceeds of the foregoing, including, without limitation, any claim by such Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License if Grantor has the right to make such a claim under such Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License if Grantor has the right to make such a claim under such Trademark License.


3. SECURITY AGREEMENT. The security interests granted pursuant to this Trademark Security Agreement are granted in conjunction with the security interests granted to Agent, on behalf of itself and Lenders, pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

4. AMENDMENT AND RESTATEMENT. It is the intention of each of the parties hereto that the Existing Trademark Security Agreements be amended and restated in their entirety as set forth herein.

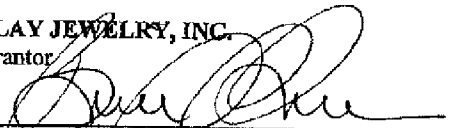
[signature page follows]

IN WITNESS WHEREOF, each Grantor has caused this Amended and Restated Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.


**FINLAY FINE JEWELRY CORPORATION,**  
as Grantor

By:   
Name: Bonni G. Davis  
Title: Senior Vice President

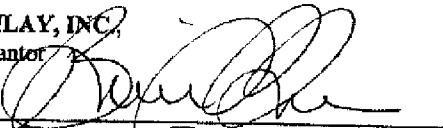
**FINLAY JEWELRY, INC.**  
as Grantor

By:   
Name: Bonni G. Davis  
Title: Senior Vice President

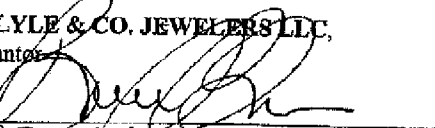
**FINLAY MERCHANDISING & BUYING, INC.,**  
as Grantor

By:   
Name: Bonni G. Davis  
Title: Senior Vice President

**EFINLAY, INC.**  
as Grantor


By:   
Name: Bonni G. Davis  
Title: Senior Vice President

**CARLYLE & CO. JEWELERS LLC,**  
as Grantor

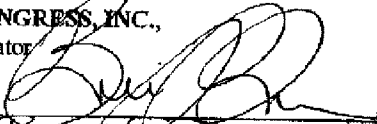
By:   
Name: Bonni G. Davis  
Title: Senior Vice President

[Signature Page to Amended and Restated Trademark Security Agreement]

**PARK PROMENADE LLC**  
as Grantor

By:   
Name: Bonni G. Davis  
Title: General Counsel

**L. CONGRESS, INC.,**  
as Grantor

By:   
Name: Bonni G. Davis  
Title: General Counsel

[Signature Page to Amended and Restated Trademark Security Agreement]

ACCEPTED AND ACKNOWLEDGED BY:

**GENERAL ELECTRIC CAPITAL  
CORPORATION,**  
as Agent

By: *Charles Chiodo*  
Name: *Charles Chiodo*  
Title: Duly Authorized Signatory

[Signature Page to Amended and Restated Trademark Security Agreement]

ACKNOWLEDGMENT OF GRANTOR

STATE OF New York )  
COUNTY OF New York ) ss.

On this 9<sup>th</sup> day of November, 2007 before me personally appeared Bonni G. Davis, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Finlay Fine Jewelry Corporation, who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

Shanna Hendley  
Notary Public

{seal}

SHANNA HENDLEY  
Notary Public - State of New York  
No. 01HE6117065  
Qualified in Queens County  
My Commission Expires October 16, 2008



ACKNOWLEDGMENT OF GRANTOR

STATE OF New York )  
COUNTY OF New York ) ss.

On this 9<sup>th</sup> day of November 2007 before me personally appeared Bonni G. Davis, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Finlay Jewelry, Inc., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

Shanna Hendley  
Notary Public

{seal}

SHANNA HENDLEY  
Notary Public - State of New York  
No. 01HE6117065  
Qualified in Queens County  
My Commission Expires October 18, 2008

ACKNOWLEDGMENT OF GRANTOR

STATE OF New York )  
COUNTY OF New York ) ss.

On this 9<sup>th</sup> day of November 2007 before me personally appeared Bonni G. Davis, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Finlay Merchandising & Buying, Inc., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

Shanna Hendley  
Notary Public

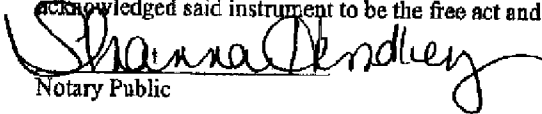
{seal}

SHANNA HENDLEY  
Notary Public - State of New York  
No. 01HE6117065  
Qualified in Queens County  
My Commission Expires October 18, 20 08

ACKNOWLEDGMENT OF GRANTOR

STATE OF New York )  
COUNTY OF New York ) ss.

On this 9<sup>th</sup> day of November, 2007 before me personally appeared Benni G. Davis proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of eFinlay, Inc., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

  
Notary Public

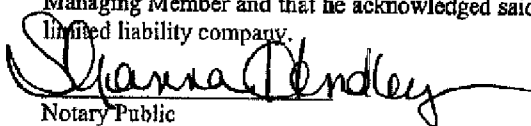
{seal}

SHANNA HENDLEY  
Notary Public - State of New York  
No. 01HE6117065  
Qualified in Queens County  
My Commission Expires October 18, 20 08

ACKNOWLEDGMENT OF GRANTOR

STATE OF New York )  
COUNTY OF New York ) ss.

On this 1<sup>st</sup> day of November 2007 before me personally appeared Bonni G. Davis, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Carlyle & Co. Jewelers LLC, who being by me duly sworn did depose and say that he is an authorized officer of said limited liability company, that the said instrument was signed on behalf of said limited liability company authorized by its Managing Member and that he acknowledged said instrument to be the free act and deed of said limited liability company.

  
Notary Public

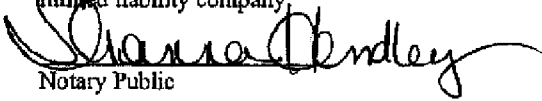
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SHANNA HENDLEY  
Notary Public - State of New York  
No. 01HE6117065  
Qualified in Queens County  
My Commission Expires October 18, 2008

ACKNOWLEDGMENT OF GRANTOR

STATE OF New York )  
COUNTY OF New York ) ss.

On this 1<sup>st</sup> day of November 2007 before me personally appeared Bernie G. Davis, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Park Promenade LLC, who being by me duly sworn did depose and say that he is an authorized officer of said limited liability company, that the said instrument was signed on behalf of said limited liability company authorized by its Managing Member and that he acknowledged said instrument to be the free act and deed of said ~~limited~~ liability company.

  
Notary Public

{seal}

SHANNA HENDLEY  
Notary Public - State of New York  
No. 01HE6117065  
Qualified in Queens County  
My Commission Expires October 18, 2008

ACKNOWLEDGMENT OF GRANTOR

STATE OF New York )  
COUNTY OF New York ) ss.

On this 9<sup>th</sup> day of November, 2007 before me personally appeared Bonnie G. Davis, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of L. Congress, Inc., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

Shanna Hendley  
Notary Public

{seal}

SHANNA HENDLEY  
Notary Public - State of New York  
No. 01HE6117065  
Qualified in Queens County  
My Commission Expires October 18, 2008

SCHEDULE I  
to  
TRADEMARK SECURITY AGREEMENT

TRADEMARK REGISTRATIONS

FINLAY FINE JEWELRY CORPORATION

<u>I</u>	<u>NAME</u>	<u>STATE/ COUNTRY</u>	<u>REGISTRATION OR SERIAL NO.</u>	<u>DATE FILED DATE ISSUED</u>	<u>DECLARATION OF USE/ RENEWAL DUE</u>
1	HOT-NOT (Stylized)	U.S.A.	TM Reg. #1,916,315	09/05/95	09/05/15
2	LUXURIA FINE JEWELRY and Design	U.S.A.	TM Reg. #2,959,084	06/07/05	06/07/11
3	LUXURIAFINEJEWELRY.COM	U.S.A.	TM Reg. #3,021,457	11/29/05	11/29/11
4	SHARE THE INDULGENCE	U.S.A.	TM Reg. #2,939,256	04/12/05	04/12/11

SCHEDULE I  
to  
TRADEMARK SECURITY AGREEMENT  
  
TRADEMARK REGISTRATIONS

CARLYLE & CO. JEWELERS LLC

II	<u>NAME</u>	<u>STATE/ COUNTRY</u>	<u>REGISTRATION OR SERIAL NO.</u>	<u>DATE FILED DATE ISSUED</u>	<u>DECLARATION OF USE/ RENEWAL DUE</u>
5	FOR LOVE FOR LIFE FOR NOW FOR EVER	U.S.A.	SM Reg. #2,347,308	05/02/00	05/02/10
6	FOR LOVE FOR LIFE FOR NOW FOR EVER	U.S.A.	TM Reg. #2,307,099	01/11/00	01/11/10
7	J.E. CALDWELL CO.	U.S.A.	SM Reg. #1,779,304	06/29/03	06/29/09
8	PERFECT LOVE	U.S.A.	TM Reg. #2,559,977	04/09/02	04/09/08
9	PERFECT MOMENT	U.S.A.	TM Reg. #2,865,661	07/20/04	07/20/10
10	PERFECT HARMONY	U.S.A.	TM Reg. #2,861,316	07/06/04	07/06/10
11	POINTS OF PERFECTION	U.S.A.	TM Reg. #2,799,314	12/23/03	12/23/09



SCHEDULE I  
to  
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TRADEMARK REGISTRATIONS

L. CONGRESS, INC.

III

NAME

12  
C  
(and design)

STATE/  
COUNTRY

U.S.A.

REGISTRATION  
OR SERIAL NO.

TM Reg.  
#75294527

DATE FILED  
DATE ISSUED

05/19/97

DECLARATION  
OF USE/  
RENEWAL DUE

07/07/08

Rev. 10/23/07

6816/28602-001 Current/10244143v2

TRADEMARK  
REEL: 003691 FRAME: 0628

SCHEDULE I  
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TRADEMARK REGISTRATIONS

Acquired Business

MARK	STATUS	OWNER	APPLICATION NO.	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
A BAILEY BANKS & BIDDLE JEWELER	REGISTERED	Finlay by assignment from TXDC, L.P.	73/612,685	8/4/1986	1,436,870	4/14/1987	4/14/2017	42	RETAIL JEWELRY STORE SERVICES
ARCTIC IDEAL	REGISTERED	Finlay by assignment from TXDC, L.P.	76/540,345	8/14/2003	3,006,244	10/11/2005	10/11/2015	14	DIAMONDS CERTIFIED BY THE GOVERNMENT OF THE NORTHWEST TERRITORIES AS MINED, CUT AND POLISHED IN THE NORTHWEST TERRITORIES
ATTRIBUTES	REGISTERED	Finlay by assignment from TXDC, L.P.	76/591,729	5/11/2004	3,006,305	10/11/2005	10/11/2015	14	DIAMONDS

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TRADEMARK REGISTRATIONS

MARK	STATUS	OWNER	APPLICATION NO	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
BAILEY BANKS & BIDDLE	REGISTERED	Finlay by assignment from TXDC, L.P. [NTD] assigned to TXDC on 8/1/01.	180,940	8/4/1978	1,123,513	7/31/1979	7/31/2009	42	RETAIL JEWELRY STORE SERVICES; JEWELRY STORE SERVICES
BAILEY BANKS & BIDDLE (stylized)	REGISTERED	Finlay by assignment from TXDC, L.P.	75/583,595	11/5/1998	2,311,315	1/25/2000	1/25/2010	35	RETAIL JEWELRY STORE SERVICES
BAILEY BANKS & BIDDLE WORLD RENOWNED JEWELERS SINCE 1832 & DESIGN	REGISTERED	Finlay by assignment from TXDC, L.P.	76/338,025	11/14/2001	2,649,127	11/12/2002	11/12/2012	35	RETAIL JEWELRY STORE SERVICES
BELLA CLASSICA	REGISTERED	Finlay by assignment from TXDC, L.P.	78/566,904	2/14/2005	3,175,187	11/21/2006	11/21/2012	14	JEWELRY

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MARK	STATUS	OWNER	APPLICATION NO	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
E & Design (Ecology)	PENDING	Finlay by assignment from TXDC, L.P.	78/701,489	8/26/2005				14	JEWELRY
EVOCATIVE GOLD	REGISTERED	Finlay by assignment from TXDC, L.P.	76/288,002	7/21/2001	2,707,801	4/15/2003	4/15/2013	14	JEWELRY MADE IN WHOLE OR SUBSTANTIAL PART OF GOLD
FOREVER INTERTWINED	PENDING	Finlay by assignment from TXDC, L.P.	77/094,680	1/30/2007				35	RETAIL JEWELRY STORE SERVICES
ICE FLOWERS	PENDING	Finlay by assignment from TXDC, L.P.	78/737,313	10/20/2005				14	JEWELRY
LETTERS OF LOVE	REGISTERED	Finlay by assignment from TXDC, L.P.	75/567,281	10/9/1998	2,759,135	9/2/2003	9/2/2013	14	JEWELRY IN THE SHAPE OF ALPHABETICAL LETTERS

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MARK	STATUS	OWNER	APPLICATION NO.	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
MISC. DESIGN (SINGLE UNICORN)	REGISTERED	Finlay by assignment from TXDC, L.P.	74/286,142	6/17/1992	1,754,387	2/23/1993	2/23/2013	42	RETAIL JEWELRY STORE SERVICES
MISCELLANEOUS DESIGN (UNICORN)	REGISTERED	Finlay by assignment from TXDC, L.P.	76/546,147	9/4/2003	2,967,890	7/12/2005	7/12/2015	35	RETAIL JEWELRY STORE SERVICES
RAFFIA	REGISTERED	Finlay by assignment from TXDC, L.P.	78/714,676	9/16/2006				14	JEWELRY
THE LINEAGE DIAMOND	REGISTERED	Finlay by assignment from TXDC, L.P.	76/269,604	6/8/2001	2,571,323	5/21/2002	5/21/2012	14	DIAMONDS AND DIAMOND JEWELRY
TREASURES FOR A LIFETIME	REGISTERED	Finlay by assignment from TXDC, L.P.	78/856,325	4/7/2006	3,202,127	1/23/2007	1/23/2017	35	RETAIL JEWELRY STORE SERVICES

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MARK	STATUS	OWNER	APPLICATION NO	APPLICATION DATE	REGISTRATION NUMBER	REGISTRATION DATE	RENEWAL DATE	CLASS	GOODS/SERVICES
WHERE TREASURES LIVE	REGISTERED	Finlay by assignment from TXDC, L.P.	76/545,467	9/3/2003	2,878,953	8/31/2004	8/31/2014	35	RETAIL JEWELRY STORE SERVICES
ZELL BROTHERS	REGISTERED	Finlay by assignment from TXDC, L.P. [NTD: assigned to TXDC on 8/1/01]	73/180942	8/4/1978	1,134,848	5/6/1980	5/6/2010	42	JEWELRY STORE SERVICES

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