

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/01/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Tiffany (NJ) Inc.		01/29/2008	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Tiffany (NJ) LLC
Street Address:	15 Sylvan Way
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 81

Property Type	Number	Word Mark
Registration Number:	1775730	AMERICAN GARDEN
Registration Number:	1605467	ATLAS
Registration Number:	2886655	ATLAS
Registration Number:	1861757	FIREWORKS
Registration Number:	2879535	KEYS FOR A CAUSE
Registration Number:	2526034	LUCIDA
Registration Number:	2602024	LUCIDA
Registration Number:	2915185	LUCIDA
Registration Number:	2416795	
Registration Number:	2359351	
Registration Number:	2416794	
Registration Number:	2184128	

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Registration Number:	1643550	PORTFOLIO
Registration Number:	2893844	PURE TIFFANY
Registration Number:	1341644	SELECTIONS
Registration Number:	2677403	STREAMERICA
Registration Number:	1300519	T&CO
Registration Number:	0261711	T & CO
Registration Number:	1669365	T & CO.
Registration Number:	2797645	T & CO
Registration Number:	1551830	TESORO
Registration Number:	2918774	THE TIFFANY MARK
Registration Number:	1228409	TIFFANY
Registration Number:	2639539	TIFFANY
Registration Number:	2710099	TIFFANY
Registration Number:	2609743	TIFFANY
Registration Number:	2013335	TIFFANY & CO.
Registration Number:	1283306	TIFFANY & CO.
Registration Number:	1968614	TIFFANY & CO.
Registration Number:	1302508	TIFFANY & CO.
Registration Number:	2043556	TIFFANY & CO.
Registration Number:	1282488	TIFFANY & CO.
Registration Number:	1292942	TIFFANY & CO.
Registration Number:	2672657	TIFFANY & CO.
Registration Number:	1723904	TIFFANY & CO.
Registration Number:	2708223	TIFFANY & CO.
Registration Number:	1604817	TIFFANY & CO.
Registration Number:	1220260	TIFFANY & CO.
Registration Number:	1309327	TIFFANY & CO.
Registration Number:	1251356	TIFFANY & CO.
Registration Number:	1289853	TIFFANY & CO.
Registration Number:	2569969	TIFFANY & CO.
Registration Number:	1228189	TIFFANY & CO.
Registration Number:	2679809	TIFFANY & CO.
Serial Number:	78893794	TIFFANY & CO.
Registration Number:	1774071	TIFFANY & CO.
Registration Number:	0023572	TIFFANY & CO.

Registration Number:	0023573	TIFFANY & CO.
Registration Number:	0137883	TIFFANY & CO.
Registration Number:	0134290	TIFFANY & CO
Registration Number:	0136216	TIFFANY & CO.
Registration Number:	0137723	TIFFANY & CO.
Registration Number:	0139220	TIFFANY & CO.
Registration Number:	0134449	TIFFANY & CO.
Registration Number:	0134451	TIFFANY & CO.
Registration Number:	0137884	TIFFANY & CO.
Registration Number:	0136219	TIFFANY & CO.
Registration Number:	0134447	TIFFANY & CO.
Registration Number:	0055029	TIFFANY & CO
Registration Number:	0136664	TIFFANY & CO.
Registration Number:	2627424	TIFFANY & CO. SCHLUMBERGER
Registration Number:	1818891	TIFFANY & CO. SCHLUMBERGER
Registration Number:	0138355	TIFFANY
Registration Number:	0134289	TIFFANY
Registration Number:	0134196	TIFFANY
Registration Number:	0133063	TIFFANY
Registration Number:	0137722	TIFFANY
Registration Number:	0139646	TIFFANY
Registration Number:	0136215	TIFFANY
Registration Number:	1737875	TIFFANY
Registration Number:	0135827	TIFFANY
Registration Number:	0134448	TIFFANY
Registration Number:	0134450	TIFFANY
Registration Number:	0136217	TIFFANY
Registration Number:	0140996	TIFFANY
Registration Number:	0136218	TIFFANY
Registration Number:	0134446	TIFFANY
Registration Number:	2961000	TIFFANY CELEBRATION
Registration Number:	3218687	TIFFANY GRAND
Registration Number:	2961143	TIFFANY HEARTS
Registration Number:	3310859	TIFFANY LEGACY COLLECTION

CORRESPONDENCE DATA

Fax Number: (212)813-5901

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-813-5900

Email: anicolescu@fzlz.com

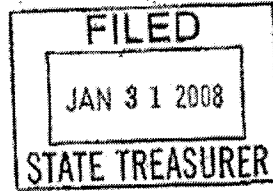
Correspondent Name: LAWRENCE E. APOLZON

Address Line 1: FROSS ZELNICK LEHRMAN & ZISSU, P.C.

Address Line 2: 866 UNITED NATIONS PLAZA

Address Line 4: NEW YORK, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	TFFJ 08/06851
NAME OF SUBMITTER:	Lawrence E. Apolzon
Signature:	/anca nicolescu/
Date:	04/10/2008
Total Attachments: 1 source=Merger certificate - Tiffany (F0251988)#page1.tif	



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CERTIFICATE OF MERGER
OF

TIFFANY (NJ) INC., A NEW JERSEY CORPORATION
WITH AND INTO

TIFFANY (NJ) LLC, A DELAWARE LIMITED LIABILITY COMPANY

Under N.J.S.A. 14A:10-4.1 *et seq.*

TIFFANY (NJ) Inc., a New Jersey corporation ("TIFFANY INC."), and TIFFANY (NJ) LLC, a Delaware limited liability company ("TIFFANY LLC"), in order to accomplish the merger of TIFFANY INC. with and into TIFFANY LLC pursuant to Section 14A:10-4.1 *et seq.* of the New Jersey Business Corporation Act (the "NJBCA") and Section 18-209 of the Delaware Limited Liability Company Act (the "DLLCA"), hereby certify that:

FIRST: The name of the surviving limited liability company is TIFFANY (NJ) LLC, a Delaware limited liability company.

SECOND: The name of the New Jersey corporation being merged into this surviving limited liability company is TIFFANY (NJ) INC. 0100788318

THIRD: Annexed hereto as Exhibit A and made a part hereof is the Agreement and Plan of Merger, dated January 29, 2008 (the "Merger Agreement"), which has been approved by all the directors and the sole shareholder of TIFFANY INC. and all of the managers and sole member of TIFFANY LLC, all in accordance with 14A:10-4.1 *et seq.* of the NJBCA and Section 18-209 of the DLLCA and executed by both TIFFANY INC and TIFFANY LLC, in each case by unanimous written consent dated January 29, 2008.

FOURTH: This Merger is to be effective as of 12:00 a.m., on February 1, 2008.

FIFTH: There is one class of shares entitled to vote on the Merger Agreement. There are 1,000 shares of Stock of TIFFANY INC. entitled to vote on the Merger Agreement. All of the stockholders of TIFFANY INC. entitled to vote on the Merger Agreement have voted in favor of the merger pursuant to a unanimous written consent of the stockholders dated January 29, 2008.

SIXTH: TIFFANY LLC agrees that it may be served with process in the State of New Jersey in any action, suit or proceeding for enforcement of any obligation of TIFFANY INC., as well as in any suit or other proceeding to enforce the rights of a dissenting shareholder

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