

MRD 6-29-98

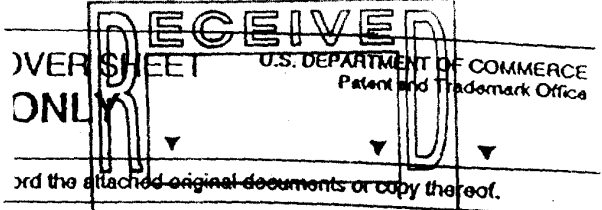
FORM PTO-1594
(Rev. 8-83)
OMB No. 0651-0011 (exp. 4/94)

07-08-1998

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To the Honorable Commis:

100755820



and the attached original documents or copy thereof.

1. Name of conveying party(ies):

Tarrant Company Limited

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other A Hong Kong corporation

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 24, 1998

2. Name and address of receiving party(ies)

Name: Tarrant Apparel Group

Internal Address: _____

Street Address: 3151 E. Washington Blvd.

City: Los Angeles State: CA ZIP: 90023

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

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) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,462,893
1,461,979

Additional numbers attached? Yes No

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

Name: Jill M. Pietrini

Internal Address: Manatt, Phelps & Phillips

Street Address: 11355 West Olympic Blvd.

City: Los Angeles State: CA ZIP: 90064

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

DA 131 241

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

07/08/1998 JSH/DAJZ 00000250 1462893

01 FC:401
02 FC:402

40.00 OP
25.00 OP

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.

Jill M. Pietrini
Name of Person Signing

Signature

June 25, 1998
Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK

REEL: 1747 FRAME: 0964

**ASSIGNMENT OF TRADEMARKS AND THE
UNITED STATES REGISTRATIONS THEREOF**

This assignment is made by and between Tarrant Company Limited, a Hong Kong corporation, organized and existing under the laws of Hong Kong, having a principal place of business at 13/F Lladro Centre, 72 Hoi Yuen Road, Kwun Tong, Kowloon, Hong Kong (hereinafter "Assignor") and Tarrant Apparel Group, doing business as Fashion Resource, a California corporation, having its principal place of business at 3151 E. Washington Boulevard, Los Angeles, California 90023 (hereinafter "Assignee").

WHEREAS, Assignor adopted and uses, and thereby, owns all rights, title and interest in and to the trademarks and United States Registrations thereof identified below (hereinafter the "Marks" and "Registrations", respectively), along with the goodwill of the business appurtenant to said Marks:

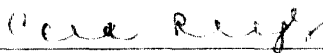
<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Class</u>
NO! JEANS	1,462,893	October 27, 1987	25
NO!	1,461,979	October 20, 1987	25

WHEREAS, Assignee desires to obtain all right, title, and interest in the Marks and the Registrations, including the goodwill associated with the Marks and any and all claims, demands, and causes of action for infringement, of the Marks, past, present, and future, and all of the proceeds from the foregoing.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks and the Registrations, together with the goodwill of the business symbolized by the Marks and any and all claims, demands, and causes of action for infringement, of the Marks, past, present, and future, and all of the proceeds from the foregoing.

Signed at Los Angeles, California, this 24th day of June, 1998.

TARRANT COMPANY LIMITED



Cora Reyes
Chief Operating Officer

