

OMB No. 0651-0011 (exp. 4/94)

07-22-1998

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are attached original documents or copy thereof.

To the Honorable Commissioner of

100769846

1. Name of conveying party(ies):

CONGRESS TALCOTT CORPORATION

- Individual(s)
- General Partnership
- Corporation-State CALIFORNIA
- Other

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: MAY 26, 1998

2. Name and address of receiving party(ies)

Name: CANDIE'S, INC.

Internal Address: _____

Street Address: 2975 WESTCHESTER AVE.

City: PURCHASE State: NY ZIP: 10577

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

If assignee is not domiciled in the United States, a domestic representative designator 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)

1,532,960	1,354,168	1,217,393	1,154,885
1,526,770	1,291,227	1,206,758	1,199,658
1,378,107	1,255,032	1,195,225	
	1,240,430	1,157,373	

Additional numbers attached? Yes No

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

Name: HOWARD N. ARONSON

Internal Address: _____

Street Address: LACKENBACH SIEGEL MARZULLO
ARONSON & GREENSPAN, P.C.

ONE CHASE ROAD

City: SCARSDALE State: NY ZIP: 10583

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41).....\$ 340.00

Enclosed

Authorized to be charged to deposit account

Please charge any additional fees due, or credit any over payment to:

8. Deposit account number:

10-0100

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

DO NOT USE THIS SPACE

07/20/1998 SSMITH 00000225 1532960

01 FC:481 40.00 DP
02 FC:482 300.00 DP

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.

HOWARD N. ARONSON
Name of Person Signing

[Signature]
Signature

7-14-98

Date

Total number of pages including cover sheet, attachments, and document: 4



SCHEDULE A

<u>Reg. No.</u>	<u>Mark</u>
1,532,960	CANDIE'S
1,526,770	CANDIE'S
1,378,107	CANDIE'S
1,354,168	C
1,291,227	CANDIE'S
1,255,032	CANDIE'S
1,240,430	CANDIE'S
1,217,393	CANDIE'S
1,206,758	CANDIE'S
1,195,225	CANDIE'S
1,157,373	CANDIE'S
1,154,885	CANDIE'S
1,199,658	CANDIE'S

ASSIGNMENT

WHEREAS, CONGRESS TALCOTT CORPORATION ("Assignor") is a corporation organized and existing under the laws of the State of California, with offices at 1133 Avenue of the Americas, New York, New York 10036; and

WHEREAS, Assignor is the record owner of all right, title and interest in and to the trademarks and United States Trademark Registrations appearing in Exhibit A ("the Trademarks"); and

WHEREAS, CANDIE'S, INC. ("Assignee") is a corporation organized and existing under the laws of the Delaware, with offices at 2975 Westchester Avenue, Purchase, New York.

WHEREAS, the parties hereto are desirous of executing this document for the purposes of assigning the Trademarks and for recordation at the United States Patent and Trademark Office, recording title in and to the Trademarks in the name of Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee all statutory and common law right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks; and

Assignor further assigns to Assignee, for Assignee's own use and behalf and for the use and behalf of Assignee's successors, assigns and/or legal representatives, without limitation: the right to defend the Trademarks; all claims for damages by reason of past infringement; the right to sue for damages by reason of past infringements; and the right to collect damages for past infringements.

CONGRESS TALCOTT CORPORATION

By:



Name:

EDWARD J. ATTARDO

Title:

SENIOR VICE PRESIDENT

Effective Date:

May 26, 1998