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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



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**RECORDATION FORM COVER SHEET
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AUG 21 1998

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Children's Apparel Network, Ltd.

06 24 98

Formerly Cradle Tops, Inc.

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization New York

Receiving Party

Mark if additional names of receiving parties attached

Name Sara Lee Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 470 Hanes Mill Road

Address (line 2) _____

Address (line 3) Winston-Salem North Carolina 27105
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Maryland

08/25/1998 DNGUYEN 00000173 74593653

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40.00 BP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK

REEL: 1775 FRAME: 0457

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="74593653"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing Signature Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, Children's Apparel Network, Ltd., by change of name from Cradle Togs, Inc., ("Children's Apparel"), a corporation organized and existing under the laws of the State of New York, having a place of business at 77 South First Street, Elizabeth, New Jersey, has adopted and is using the mark KIWI KIDS on boys' and girls' playwear and dresswear, namely sweatsuits, legging sets, pants sets, overall sets, short sets, romper sets, jumpsuits, vest sets, dresses, t-shirts, shorts, pants and overalls, and for which Children's Apparel has filed an application in the in the United States Patent and Trademark Office for registration, Serial No. 74/593,653; and

WHEREAS, Sara Lee Corporation ("Sara Lee") a corporation organized and existing under the laws of the State of Maryland, having a place of business at 470 Hanes Mill Road, Winston-Salem, North Carolina, is desirous of acquiring said mark and the application therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Children's Apparel does hereby sell, assign and transfer unto Sara Lee all right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and application Serial No. 74/593,653 for registration of the mark. Children's Apparel represents and warrants that it has not abandoned said mark or application, that it has not licensed or otherwise encumbered said mark or application, and that it has not assigned said mark or application to any third party.

The Commissioner of Patents and Trademarks is requested to issue the certificate of registration to said assignee.

CHILDREN'S APPAREL NETWORK, LTD.
 (by change of name from CRADLE TOGS, INC.)

By: [Signature]
 Name: JACK I. MALEH
 Title: V. P.
 Date: JUNE 24, 1998

State of NEW YORK)
) ss.
 County of RICHMOND)

On this 24th day of JUNE, 1998, before me appeared JACK I. MALEH, personally known to me to be the person whose named is subscribed to the foregoing instrument who stated that he/~~she~~ was the VICE PRES of Children's Apparel Network, Ltd., that he/~~she~~ had been duly authorized by the Board of Directors of said corporation to execute the foregoing instrument, and that he/~~she~~ had signed his/her name to said instrument under said authority.

[Signature]
 Notary Public **JONAH ZOEWENTHAL**
 Notary Public, State of New York
 No. 01102391900
 Qualified in Richmond County
 Commission Expires Aug. 31, 1999
 My Commission Expires _____

ATTACHMENT 1

TRADEMARK

RECORDED: 08/12/1998

REEL: 1775 FRAME: 0459