

09-03-1998



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Docket No.:

014532/0005

Tab settings

To the Honorable Commissioner of Patents and Trademarks, the attached original documents or copy thereof.

1. Name of conveying party(ies):  
**LILLIE RUBIN FASHIONS, INC.**  
**15705 NW 13TH AVENUE**  
**MIAMI, FLORIDA 33169**

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

Additional names(s) of conveying party(ies)       Yes  No

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

Name: **CACHE, INC.**

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

Street Address: **1460 BROADWAY**

City: **NEW YORK**                      State: **NY**      ZIP: **10036**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State **FLORIDA**  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic designation is                       Yes  N  
(Designations must be a separate document from  
Additional name(s) & address(es)                       Yes  N

3. Nature of conveyance: **MRTD 8-28-98**

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: **08101998**

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)  
**NONE**

Additional numbers                       Yes  No

B. Trademark Registration No.(s)

<b>1536442</b>	<b>1703427</b>	<b>1918581</b>
<b>1679787</b>	<b>1709653</b>	<b>1936779</b>
<b>1679788</b>	<b>1909678</b>	

Additional numbers                       Yes  No

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

Name: **JOSHUA R. BRESSLER**

Internal Address: **SCHULTE ROTH & ZABEL LLP**

Street Address: **900 THIRD AVENUE**

City: **NEW YORK**                      State: **NY**      ZIP: **10022**

6. Total number of applications and registrations involved: **8**

7. Total fee (37 CFR 3.41):.....\$ **\$215.00**

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

DO NOT USE THIS SPACE

09/02/1998 DNGUYEN 00000096 1536442

01 FC:481                      40.00 OP  
02 FC:482                      175.00 OP

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.

**JOSHUA R. BRESSLER**  
Name of Person Signing

Signature

**AUGUST 27, 1998**  
Date

Total number of pages including cover sheet, attachments, and

TRADEMARK  
**8**  
REF: 1778 FRAMES 0612

## TRADEMARK ASSIGNMENT

WHEREAS LILLIE RUBIN FASHIONS, INC., a Delaware corporation ("Assignor"), owns the marks identified on Schedule A attached hereto, and owns the registrations of such marks identified on such Schedule A, as well as all of the goodwill of the business symbolized thereby and associated therewith (collectively, the "Schedule A Marks");

WHEREAS Assignor desires to assign to CACHE, INC., a Florida corporation ("Assignee") all rights in and to the Schedule A Marks, and also desires to assign to Assignee whatever rights Assignor may own in and to the marks identified on Schedule B attached hereto, and the registrations of and pending registration applications for such marks identified on such Schedule B, as well as all of the goodwill of the business symbolized thereby and associated therewith (collectively, the "Schedule B Marks")

WHEREAS Assignee desires to acquire all rights to the Schedule A Marks and whatever rights Assignor may own in and to the Schedule B Marks; and

WHEREAS Assignor and Assignee have entered into that certain Amended and Restated Asset Purchase Agreement (the "Purchase Agreement") dated as of August 10, 1998.

NOW, THEREFORE, in consideration of the premises and the mutual covenants contained in the Purchase Agreement, and for other good and valuable consideration, the receipt of which is hereby acknowledged:

Assignor does hereby assign, sell and transfer unto Assignee (i) all right, title and interest in and to the Schedule A Marks; (ii) any and all of Assignor's right, title and interest, whatever such right, title and interest may be, in and to the Schedule B Marks; and (iii) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Schedule A Marks and/or Schedule B Marks, all to be held and enjoyed by Assignee, its successors and assigns to the same extent that such would have been held and enjoyed by Assignor had this Trademark Assignment had not been made.

This Trademark Assignment is intended to and shall take effect at such time as the Assignee shall complete this instrument by signing its acceptance of this Trademark Assignment below.

FROM SCHULTE ROTH & ZABELLIP a2

(MON) 8.10'98 9:59/ST. 9:00/NO: 4260783164 P 78

-2-

IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment, as an instrument under seal, on this 10th day of August 1998.

LILLIE RUBIN FASHIONS, INC.

By:

*James J. Golden*  
Name: JAMES J. GOLDEN  
Title: SR. V.P. / CFO.

The foregoing assignment from Lillie Rubin Fashions, Inc. is hereby accepted as of the 10th day of August 1998.

CACHE, INC.

By:

Name: \_\_\_\_\_  
Title:

SRZNY\426078V2

-2-

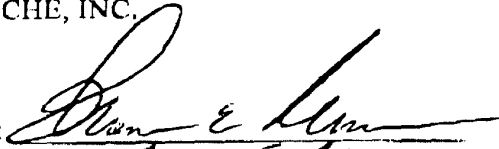
IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment, as an instrument under seal, on this 10th day of August 1998.

LILLIE RUBIN FASHIONS, INC.

By: \_\_\_\_\_  
Name:  
Title:

The foregoing assignment from Lillie Rubin Fashions, Inc. is hereby accepted as of the 10th day of August 1998.

CACHE, INC.

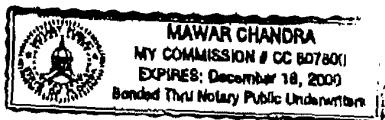
By:   
Name: THOMAS E. REINHERZ  
Title: EVP CFO

FROM SCHULTE ROTH & ZABELLP #2

(MON) 8.10'98 9:59/ST. 9:00/NO.4260783164 P 79

STATE OF FLORIDA )  
COUNTY OF DADE ) ss.

On this 10th day of August 1998, before me appeared JAMES GOLDEN, the person who signed this instrument, who acknowledged that (s)he is the SR. VICE PRESIDENT of Lillie Rubin Fashions, Inc. and that being duly authorized (s)he signed such instrument as a free act on behalf of Lillie Rubin Fashions, Inc.



[Seal]

Mawar Chandra  
Notary Public

My commission expires: 12/18/2000

Schedule A  
U.S. Trademarks

Mark	Reg. No.	Serial No.	Registered	Goods/Services	Status
OBVIOUS LR VALUE	1,936,779	74/566,271	11/21/95	Clothing, namely skirts, pants, blouses, sweaters, women's suits, dresses, coats, gowns, jackets, belts, scarves, hats and vests	Registered
LILLIE RUBIN	1,918,581	74/566,270	09/12/95	Retail store services in the field of women's clothing and accessories	Registered
LILLIE RUBIN (Stylized)	1,909,678	74/561,393	08/08/95	Bath products, namely, soaps, powders and gels and toilet preparations, namely, colognes and skin lotions	Registered
LR (Stylized)	1,709,653	74/205,822	08/25/92	Toilet preparations; namely, perfumes and eau de parfum	Registered
LR (Stylized)	1,703,427	74/205,821	07/28/92	Dresses, women's suits and jacket dresses, women's pantsuits, gowns, blouses, sweaters, jackets, pants, skirts, blazers, coats, raincoats, belts, lingerie, scarves and wraps	Registered
LILLIE RUBIN (Stylized)	1,679,788	74/049,717	03/17/92	Toilet preparations; namely, perfumes and eau de parfum	Registered
LILLIE RUBIN	1,679,787	74/049,714	03/17/92	Toilet preparations; namely, perfumes and eau de parfum	Registered
LILLIE RUBIN (Stylized)	1,536,442	73/604,930	04/25/89	Dresses, women's suits and jacket dresses, women's pantsuits, gowns, blouses, sweaters, jackets, pants, skirts, blazers, coats, raincoats, belts, lingerie, scarves and wraps	Registered

MLA-143954-1

Schedule B

LILLIE RUBIN Trademark Registrations and Applications				
Trademark	Reg. No. (Ser. No.)	Goods/Services	Status	Territory
LILLIE RUBIN	T5580	Ladies' ready-to-wear apparel	Registered	U.S. (Georgia State registration)
LILLIE RUBIN (stylized)	(1,938,877) 1,615,126	International Class 3	Registered	Argentina
LILLIE RUBIN (stylized)	(836,148) 561,460	KL 3 kosmetische middelen zoals huidlotions; badmiddelen, poeders en gels; parfumerieën, eau de parfum, eau de cologne; zepen	Registered	Benelux
LILLIE RUBIN (stylized)	(818,001,852) same	International Class 3	Registered	Brazil
LILLIE RUBIN (stylized)	(761,774) TMA495,328	Toilet preparations, namely perfumes and eau de parfum	Registered	Canada
LILLIE RUBIN (stylized)	(762,375) TMA497,215	Dresses, women's suits and jacket dresses, women's pantsuits, gowns, blouses, sweaters, jackets, pants, skirts, blazers, coats, raincoats, belts, hats, lingerie, scarves and wraps	Registered	Canada
LILLIE RUBIN (stylized)	(51,738) 176,513	International Class 3	Registered	Colombia
LILLIE RUBIN (stylized)	(R 56280) 2,908,942	Toilettepreparate, namlich parfum, eau de parfum, eau de cologne, skin lotions, badeartikel, seifen, puder, gele	Registered	Germany
LILLIE RUBIN (stylized)	(74,175)	International Class 3	Published for opposition	Panama
LILLIE RUBIN (stylized)	(Z-141-645)	International Class 3	Abandoned	Poland
LILLIE RUBIN (stylized)	(Z-141-645)	International Class 25	Abandoned	Poland

Schedule B

LILLIE RUBIN (stylized)	(303,549) same	International Class 3	Registered	Portugal
LILLIE RUBIN (stylized)	(13177-94)	International Class 3	Published for opposition	Venezuela