

MRD 9-25-98

09-30-1998

FORM PTO-1584
1-11-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



Tab settings

To the Honorable Commission

100843209

Send original documents or copy thereof.

1. Name of conveying party(ies):

PSL, Inc.
520 Eighth Avenue
New York, NY 10018

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

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

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

Name: G+G Retail, Inc. 1870 SEP 25 PM 12:46

Internal Address: OPR/FINANCE

Street Address: 520 Eighth Avenue

City: New York State: NY ZIP: 10018

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

3. Nature of conveyance:

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

Execution Date: August 28, 1998

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,285,656

Additional numbers attached? Yes No

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

Name: Naomi Rhodes

Internal Address: Shack & Siegel, P.C.

Street Address: 530 Fifth Avenue

City: New York State: NY ZIP: 10036

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):..... \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Naomi Rhodes
Name of Person Signing

9/25/1998
Date

Total number of pages comprising cover sheet: 1

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

09/30/1998 SSMITH 00000047 1285656 40.00 DP FC:461

TRADEMARK ASSIGNMENT

WHEREAS, PSL, Inc., a corporation organized and existing under the laws of the State of Delaware, with its principal place of business located at 1105 North Market Street, Wilmington, Delaware 19801 (hereinafter called the "Assignor"), has adopted and is using the trademark **G+G** which is registered with the United States Patent and Trademark Office under Registration No. 1,285, 656 as well as the common law trademark **RAVE** (hereinafter called the "Trademarks"); and

WHEREAS, G+G Retail, Inc., a corporation organized and existing under the laws of Delaware, having an address at 520 Eighth Avenue, New York New York 10018 (hereinafter called the "Assignee"), is desirous of acquiring the Trademarks and the goodwill associated therewith.

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the Assignor, the Assignor, by these presents sells, transfers, assigns and conveys unto the Assignee the entire right, title and interest in and to the Trademarks, the registrations and applications for registration thereof, including, as specifically herein identified, the right to recover for past infringement of the Trademark, together with the goodwill of the business in connection with which the trademarks are used and which is symbolized by the Trademarks and by the registration of the Trademarks.

IN WITNESS WHEREOF, this assignment has been executed by a duly authorized officer of the Assignor, this 28 day of August, 1998.

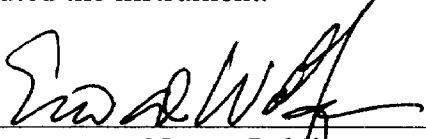
PSL, INC.

By: 
Name: Gerald M. Chaney
Title: Executive Vice President

STATE OF NEW YORK)
 :SS.:
COUNTY OF NEW YORK)

On August 28, 1998 before me the undersigned authority, personally appeared Gerald M. Chaney personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledge to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.


ERIC D. WOLF
Notary Public
Notary Public, State of New York
No. 01WO508822
Qualified in Queens County
Commission Expires Nov. 24, 1999