

FORM PTO-1594 (Rev. 6-83)

RE

03-26-1999

SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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



Tab settings 000 3-24-99

100994840

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

1. Name of conveying party(ies):

The Casablanca Group, L.P.
10 Aquarium Drive
Secaucus, New Jersey

- Individual(s)
- General Partnership
- Corporation-State
- 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: 3-18-99

2. Name and address of receiving party(ies)

Name: CB Holdings LLC

Internal Address:

Street Address: 105 Corporate Park Dr.

City: White Plains State: NY ZIP: 10604

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

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)

2,111,049; 1,513,692; 1,512,839;
1,495,919; 1,429,376; 1,203,682;
1,203,681

Additional numbers attached? Yes No

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

Name: RICHARD L. STEHL

Inter: Otter Haven Steindler

Return To
National Corporate Research, LTD.
225 W. 34th St., Suite 910
New York, N.Y. 10122
Str: (800) 221-0102 (212) 947-7200

City: NY State: NY ZIP: 10169

03/25/1999 DNGUYEN 00000214 2111049

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

01 FC:481
02 FC:482

40.00 OP
150.00 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.

Richard L. STEHL
Name of Person Signing

Richard L. STEHL
Signature

3-19-99
Date

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

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

TRADEMARK
REEL: 1874 FRAME: 0369

SCHEDULE 2.1(a)

Valid and Subsisting Registrations and Pending
Applications Owned by The Casablanca Group, L.P.

| Country | Mark | Reg./Appl. No. | Goods |
|---------|----------------------------------|----------------|--|
| U.S. | The Size Adjuster | 2,111,049 | clothing, namely pants, skirts and shorts |
| U.S. | Casablanca II | 1,513,692 | jackets, skirts, pants, shorts, jumpsuits, rompers, culottes, shirts, tops and blouses |
| U.S. | Casablanca (Stylized) | 1,512,839 | jackets, skirts, pants, shorts, jumpsuits, rompers, culottes, shirts, tops and blouses |
| U.S. | Fundamental Things | 1,495,919 | blazers, jackets, shorts, jumpsuits, sweaters, t-shirts and blouses |
| U.S. | Petites by Fundamental Things | 1,429,376 | ladies' blazers, jackets, pants, skirts, shorts, jumpsuits, sweaters, t-shirts and blouses |
| U.S. | Fundamental Things | 1,203,682 | ladies' pants and skirts |
| U.S. | Play It Again | 1,203,681 | ladies' pants and skirts |

TRADEMARK ASSIGNMENT

WHEREAS, THE CASABLANCA GROUP, L.P., a New Jersey limited partnership whose principal office is located at 10 Aquarium Drive, Secaucus, New Jersey (hereinafter referred to as the "Assignor"), has adopted, used and/or acquired the trademarks and the United States Patent and Trademark Office registrations therefor, listed on Schedule 2.1(a) annexed hereto and made a part hereof;

WHEREAS, Assignor is the subject of a case pending under Chapter 11 of the United States Bankruptcy Code before the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") under Case No. 98-B-47431 (JHG);

WHEREAS, pursuant to an Order entered by the Bankruptcy Court on or about March 16, 1999, Assignor assigned said marks to CB HOLDINGS LLC, a limited liability company, organized and existing under the laws of the State of New York, having a place of business at 105 Corporate Park Drive, White Plains, New York (hereinafter referred to as the "Assignee"); and

WHEREAS, the Assignor and the Assignee are desirous of confirming the assignment for purposes of filing the same with the United States Patent and Trademark Office and other appropriate governmental offices.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor sold, transferred, assigned, and delivered, and hereby sells, transfers, assigns and delivers unto Assignee, effective as of the date hereof, all right, title and interests in and to said marks and the United States Patent and Trademark Office registrations therefor, together with the goodwill of the business connected with and symbolized by such marks and registrations, as well as all rights to damages or profits, due or accrued, arising out of past infringement of any of such marks or injury to said goodwill and the right to sue for and recover the same in the Assignee's own name.

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IN WITNESS WHEREOF, Assignor, by its duly authorized representative, has executed this Trademark Assignment as of the 17th day of March, 1999.

THE CASABLANCA GROUP, L.P.

By: *Richard Sebastiao*

Name: **RAS MANAGEMENT ADVISORS, INC.**
Title: **CHIEF RESTRUCTURING OFFICER**
RICHARD A. SEBASTIAO, PRESIDENT

State of Massachusetts
County of Bristol) ss.:

On the 17th day of March in the year 1999 before me, the undersigned, personally appeared Richard Sebastiao, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Kathleen A. Gonzales
Signature and Office of individual

taking acknowledgment

My Commission Expires 5/12/00

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