

04-22-1999



101017599

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

11/20/99 12:57
PTO/STANDARD

TO: The Commissioner of Patents and Trademarks: Please record the attached original Trademark Assignment.

Submission Type

- New
- Resubmission
- Document ID# _____
- Correction of PTO Error
- Reel # _____ Frame # _____
- Corrective Document
- Reel # _____ Frame # _____

Conveyance Type

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

4/12/99

Conveying Party

Mark if additional names of conveying parties attached

Name: **Schoeneman Enterprises, Inc.**

Execution Date: **11261996**

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other: _____

Citizenship/State of Incorporation/Organization: **Delaware**

Receiving Party

Mark if additional names of receiving parties attached

Name: **HMX/PBP Company**

DBA/AKA/TA

Address (line 1): 101 North Wacker Drive

Address (line 2):

Address (line 3): Chicago, IL 60606

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other: _____

Citizenship/State of Incorporation/Organization: **Delaware**

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.)

1/20/1999 JSHADAZZ 00000027 117765

FOR OFFICE USE ONLY

FC:481
FC:482

40.00 OP
2175.00 OP

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: **312-357-5323**

Name: Cynthia Burman
 Address: Hartmarx Corporation Legal Department
 Address: 101 North Wacker Drive
 Address: Chicago, IL 60606

Pages Enter the total number of pages of the attached conveyance document including any attachments. **#5**

Trademark Application 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)

Trademark Registration Number(s)

117765	146865	204779
210083	224602	224603
229284	229794	259697
261212	281109	291090
297765	320831	326683

Number of Properties

Enter the total number of properties involved:

#88

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$2215.00

Method of Payment:

Enclosed Deposit Account

Deposit Account

Account Number: **#08-0962**

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

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.

Cynthia Burman
 Name of Person Signing

Cynthia Burman
 Signature

April 13, 1999
 Date Signed

RECORDATION FORM COVER SHEET - CONTINUATION

TRADEMARKS ONLY

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Name: _____

Execution Date: _____

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other: _____

Citizenship/State of Incorporation/Organization: _____

Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name: _____

DBA/AKA/TA _____

Address (line 1): _____

Address (line 2): _____

Address (line 3): _____

Individual General Partnership Limited Partnership Corporation Association

Other: _____

Citizenship/State of Incorporation/Organization: _____

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.*)

Trademark Application 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 Registration Number(s)

339411	342520	343299	343300	351644	352342
352669	360111	361431	362354	364710	509290
514423	544394	550150	566962	567079	568031
573820	578036	578596	589143	589917	590850
598314	600405	630486	637477	639044	640722
641790	643943	644496	645793	647130	649363
652436	655056	655109	660588	663838	669935
674646	689535	690285	693914	698181	806000
810170	810171	849455	849471	855597	870946
1076503	1079951	1101544	1122461	1130473	1163859
1184887	1237420	1256194	1445272	1463689	1488593
1543597	1611309	1715911	1828902	1828906	1885604
1905684					

THIS AGREEMENT, effective the 26th day of November, 1996, is by and between SCHOENEMAN ENTERPRISES, INC., a Delaware corporation ("Assignor"), having a place of business at 730 Fifth Avenue, New York, NY 10019 and, HMX/PBP COMPANY, a Delaware corporation ("Assignee"), having a place of business at 101 North Wacker Drive, Chicago, Illinois 60606.

WHEREAS, Assignor is the owner of the entire right, title and interest in and to the trademarks, including and as represented by the registrations for such trademark as listed in Exhibit A hereto (hereinafter referred to as the "Trademark Rights"); and

WHEREAS, Assignee desires to acquire said Trademark Rights, including without limitation, all license agreements, future license royalty income, customer lists and all causes of action for past infringement.

NOW, THEREFORE, for \$1.00 and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set over unto Assignee and its successors and assigns, all of Assignor's right, title and interest in and to the Trademark Rights, together with the goodwill of the business symbolized by the Trademark Rights, including without limitation, all license agreements, future license royalty income, customer lists and all causes of action for past infringement.

IN WITNESS WHEREOF, Assignor has caused this assignment to be executed by its duly authorized officer as of the day and year first written above.

SCHOENEMAN ENTERPRISES, INC.

By: 

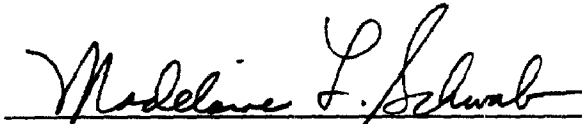
Name: Dennis P. McNamara
 Title: Senior Vice President/
 General Counsel

State of New York)

SS:

County of New York)

On this 26th day of November, 1996, before me appeared Dennis P. McNamara, known to me to be the Senior Vice President and General Counsel of Schoeneman Enterprises, Inc., who acknowledged that he has read the foregoing Assignment of Trademarks, knows the contents thereof and has signed it as a free and voluntary act on behalf of Schoeneman Enterprises, Inc.



Notary Public

MADELAINE L. SCHWAB
Notary Public, State of New York
No. 60-4697534
Qualified in Westchester County
Certificate Filed in New York County
Commission Expires March 30, 1997

TRADEMARK LIST

Schoeneman Enterprises, Inc.

Bengalese	568031	US
Aerzone	351644	US
Winston	637477	US (11/20/96)
Dublin Nubs	544394	US
8 Harness	360111	US
Scotsdale	229794	US
Claridge	647130	US
Toronado Twist w/Design	352342	US
Joshua Trent	1256194	US
Comfort Casual	1122461	US
The Kelter	509290	US
Fenamore	224603	US
Gabray	343300	US
Threadneedle Street	320831	US
Tu-Way	639044	US (12/25/96)
Longworth	297765	US
The Pants King	146865	US
The Contour	698181	US
Trans-Aire	669935	US
Camelon	550150	US
Briarwood w/Design	1237420	US
Precision Fit	1715911	US
Thinaire	1828902	US
Marrakech	590850	US
Chesapeake	578036	US
Global Worsteds	849455	US
Scotch Mist	806000	US
The Shetlander	259697	US
Carrollton	1076503	US
Alumni	1445272	US
Sportline	690285	US
Dawridge	1101544	US
Private Label	1543597	US
Mac Terry	361431	US
Bottoms Up	810170	US
Tempered Woolens	698181	US
Custom Fabric	643943	US
Regimentals	1184887	US
Year Round Magica	600405	US
Thinaire	1828902	US
Kashur	362354	US
Shares	1463689	US

Royal Oxford	652436	US
Highland Mist	342520	US
Sportrend	660588	US
Limerick	1828906	US
Titan Twist	339411	US (10/6/96)
Limerick	546083	US
Tipperary	567079	US
Paddock Club	1,488,593	US
Doncaster	1905684	US
Elkridge	630486	US
Chambreeze	655056	US
Stonegate and Design	326683	US
Gleneagles	1026233	US

*Calcutta 645,455 US

***Appears to be registered to T-M Ventures, Inc.**

Hammer 'N Nails	566962	US
Will-O-Wisp	352669	US
Bimini	693914	US
Claridge	647130	US
Coverdine	364710	US
Gleneagles	1580191	US
Donganon	210083	US
Alumni	1371455	US
Mayfair	640722	US
Caravan	655109	US
Air Cooled	1885604	US
Woodbury Ltd.	1835041	US
Designer Showcase	870946	US
Pres-sure	849471	US
Score	645793	US
Cut Loose	1130473	US
Kingsridge	261212	US
Batisse	689535	US
Cool Magic	589917	US
Ice-O-Lite	641790	US
J. Schoeneman	1856131	Japan
Rockland	578596	US
Custom Comfort	674646	US
Re-Flex	810171	US
Scotch Mist	806000	US
Caliente	343299	US
Barcelona	598314	US
Thos. Stuart	644496	US
Briar and Hearth	855597	US
Riviera	229285	US
Airlite	281109	US
Sulgrave	224602	US
Duprini	589143	US
Golden Square	204779	US
Haddonfield	514423	US
Airy-Lite w/Design	117765	US
De Rigueur by Schoeneman	1488522	US
Coronado	1611309	US
Bangore	291090	US
Flex Tailored	1575136	US
Nassau	1163859	US
Erinile	229284	US
Magica	573820	US
Crofton	1079951	US
D'Aqua	663838	US
Royal Guild	649363	US