

12-03-1999



101213491

IRM COVER SHEET

TRADEMARKS ONLY

MED 11/22/99

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
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name LEVI STRAUSS & CO.

08/31/1999

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 DEREK ANDREW, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2001 Fourth Avenue

Address (line 2) _____

Address (line 3) Seattle

City

Washington

State/Country

98121

Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Washington

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.)

12/02/1999 TTOM11 00000242 817040

FOR OFFICE USE ONLY

01 FC:481

40.00 DP

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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="817040"/>	<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.

Veronica Colby Devitt

November 15, 1999

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is made as of the 31 day of August, 1999, by and between LEVI STRAUSS & CO. a Delaware corporation, with an address of 1155 Battery Street, San Francisco, CA 94111 ("Assignor") and DEREK ANDREW, INC. a Washington corporation with its principal place of business at 2001 Fourth Avenue, Seattle, WA 98121 ("Assignee").

WHEREAS by virtue of that certain Trademark Assignment dated October 10, 1997, Assignor is the assignee of the trademark RED LINE in connection with men's coats and trousers (the "Mark") and is the assignee of United States Trademark Registration No. 817,040 for the Mark (the "Registration"); and

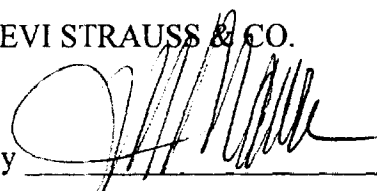
WHEREAS Assignee wishes to obtain all rights obtained from Pincus Brothers, Inc., in the Mark and the Registration, along with the goodwill of the business symbolized thereby; and

WHEREAS Assignor wishes to assign to Assignee all such rights it obtained from Pincus Brothers, Inc., in the Mark and the Registration, and the goodwill symbolized thereby:

N O W, T H E R E F O R E, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee, all of Assignor's right, title and interest obtained from Pincus Brothers, Inc., in and to the Mark and the Registration, together with the goodwill of the business symbolized thereby.

ASSIGNOR:

LEVI STRAUSS & CO.

By  _____

Name: JOSEPH M. MAURER
VICE PRESIDENT & TREASURER

Title: _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Francisco

} ss.

On 31 August 1999, before me, Julie Dentkos-Hearn, Notary Public

Date

Name and Title of Officer (e.g., "Jane Doe, Notary Public")

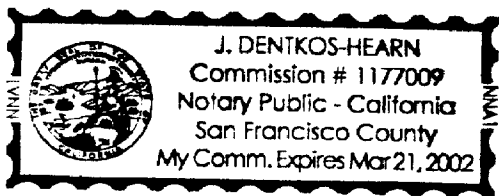
personally appeared Joseph M. Maurer

Name(s) of Signer(s)

personally known to me

proved to me on the basis of satisfactory evidence

to be the person(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 authorized capacity(ies) and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

WITNESS my hand and official seal.

J. Dentkos-Hearn
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document Trademark Assignment - RED LINE

Document Date: 31 August 1999

Number of Pages: 1

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

Individual

Corporate Officer — Title(s): Vice President & Treasurer

Partner — Limited General

Attorney in Fact

Trustee

Guardian or Conservator

Other: _____

Signer Is Representing: Levi Strauss & Co.

RIGHT THUMBPRINT OF SIGNER

Top of thumb here