

03-01-2000

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TO THE ASSISTANT COMMISSIONER OF PA

101277687

tached original documents or copy thereof.

1. Name of conveying party(ies): (If multiple assignors, list numerically)

Yes Clothing, Co.

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State: CA
- Other:

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

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

Name: Yes Licensing Partners, LLC
Street Address: 4695 MacArthur, Suite 530
City: Newport Beach State: CA ZIP: 92660

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State
- Other: Nevada 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) and address(es) attached?
 Yes No

RECEIVED
2100 JAN 24 AM 10:50
OPR/FINANCE

3. Nature of conveyance:

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

4. Registration numbers:

1,803,777	1,832,260
1,803,778	1,734,931
1,396,894	1,582,624

Additional numbers attached? Yes No

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) March 31, 1999

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

Name: Diane M. Reed
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995
Internal Address: Sixteenth Floor
Street Address: 620 Newport Center Drive
City: Newport Beach State: CA ZIP: 92660
Attorney's Docket No.: WEEDCO.002GEN

7. Total fee (37 CFR 3.41): \$165

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of registrations involved: 6

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.

Diane M. Reed
Name of Person Signing

Signature

1/19/00
Date

Total number of pages including cover sheet, attachments and document: 5

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

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

02/25/2000 T10N11
00000166 1003777
40.00 DP
125.00 DP

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of the 31st day of March, 1999, by and between YES CLOTHING CO., a California ("ASSIGNOR"), and YES LICENSING PARTNERS LLC, a Nevada limited liability company ("ASSIGNEE").

WHEREAS, ASSIGNOR adopted, used, and is, to the best of its knowledge and belief, is the owner of the trademarks listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as the "Trademarks") worldwide;

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, ASSIGNOR is the owner of the federal trademark registrations relating to the Trademarks listed in Schedule B, attached hereto and incorporated herein by reference (hereinafter collectively referred to as the "Registrations");

WHEREAS, ASSIGNEE is desirous of acquiring all rights, title, and interest in and to the Trademarks and the Registrations worldwide and any other registered or unregistered trademarks owned or used by ASSIGNOR or any of its licensees worldwide; and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the Trademarks and Registrations worldwide and any other registered or unregistered trademarks owned or used by ASSIGNOR or any of its licensees worldwide;


NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns and sells to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the following:

- (1) the Trademarks set forth in Schedule A;
- (2) the Registrations set forth in Schedule B; and
- (3) any other registered or unregistered trademarks owned or used anywhere in the world by ASSIGNOR or any of its licensees;

together with the goodwill symbolized by said Trademarks, Registrations, and other registered or unregistered trademarks owned or used anywhere in the world by ASSIGNOR or any of its licensees concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Executed at Newport Beach, California, this 4th day of August, 1997.

YES CLOTHING CO.
a California corporation

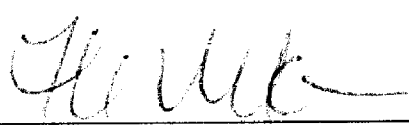
By:  _____

Name: Jon L. Lawver

Title: Secretary

Executed at Newport Beach, California, this 11 day of March, 1997.

YES LICENSING PARTNERS LLC
a Nevada limited liability company

By:  _____

Name: Fred G. Luke

Title: Manager

TRADEMARK

REEL: 002027 FRAME: 0829

SCHEDULES TO TRADEMARK ASSIGNMENT

SCHEDULE A

The Trademarks: YES
 YES JEANS
 YES CLOTHING CO.
 YES MEN
 YES KIDS

SCHEDULE B

Federal Trademark Registrations:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>INTL. CLASS</u>
YES KIDS	1,803,777	Nov. 9, 1993	25
YES MEN	1,803,778	Nov. 9, 1993	25
YES CLOTHING CO.	1,396,894	June 10, 1986	25
YES JEANS	1,832,260	April 19, 1994	25
YES	1,734,931	Nov. 24, 1992	25
YES	1,582,624	Feb. 13, 1990	25