

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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
- Merger
- Security Agreement
- Change of Name
- Nunc Pro Tunc Assignment
- Effective Date: December 25, 1999
- Other:

Conveying Party

Name Hanover Direct, Inc.
Formerly

Execution Date

December 1, 2000

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Delaware
- Mark if Additional Names of Conveying Parties Attached

Receiving Party

Name Hanover Brands, Inc.
DBA/AKA/TA
Address 1500 Harbor Boulevard
Address
Address Weehawken New Jersey 07087

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization Delaware
- Domestic Representative Designation Attached: Yes No
- Mark if Additional Names of Receiving Parties Attached

Correspondent Name and Address

Claudia M. Werner
Leydig, Voit & Mayer, Ltd.
Two Prudential Plaza, Suite 4900
Chicago, Illinois 60601-6780

Telephone: (312) 616-5600
Facsimile: (312) 616-5700
Attorney Docket No. 209051

Pages Enter the total number of pages of the attached conveyance document including any attachments: **4**

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)		
75/208,182	75/767,446	75/503,396	2,314,489	1,892,652	2,032,691
75/524,481	75/739,566	75/758,062	1,874,384	2,027,155	2,274,635
75/749,277	75/610,610	75/707,506	968,358	2,300,870	2,310,788

Number of Properties

Enter the total number of properties involved: **77**

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): **\$1940**

Method of Payment:

- Enclosed
- Deposit Account No. 12-1216

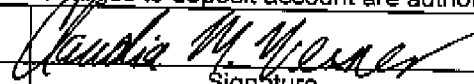
Authorization to Charge Additional Fees: Yes No

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.

Claudia M. Werner

Name of Person Signing



Signature

February 2, 2001

Date

Attorney Docket No. 209051

**RECORDATION FORM COVER SHEET
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Trademark Application Numbers			Registration Numbers		
75/498,551	75/474,697	75/462,705	2,380,374	2,323,186	2,047,950
			1,384,266	1,857,730	2,285,376
			2,069,412	1,928,393	1,969,133
			1,408,456	1,962,165	1,991,265
			2,037,588	2,009,590	1,431,912
			1,481,983	1,810,230	1,654,581
			2,328,246	2,310,789	1,926,033
			1,991,572	2,311,786	2,279,031
			2,272,024	1,965,862	1,389,046
			1,859,053	1,417,842	1,407,673
			1,960,854	1,962,324	1,751,917
			1,812,567	1,321,189	1,526,821
			1,839,470	2,094,622	2,396,201
			2,005,581	2,331,017	1,933,293
			2,269,946	2,226,305	1,394,017
			1,910,627	1,263,272	1,284,377
			1,951,602	1,801,200	1,636,432
			2,374,280	2,110,467	1,697,698

Attorney Docket No.209051

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Trademark Application Numbers			Registration Numbers		
			2,084,136	1,817,228	

**AMENDED AND RESTATED
CONFIRMATORY ASSIGNMENT**

WHEREAS, Hanover Direct, Inc., a Delaware corporation, with an address of 1500 Harbor Boulevard, Weehawken, New Jersey 07087 ("Assignor"), was the owner of the following trademark registrations and/or applications in the United States set forth in the attached schedule (the "Trademarks");

WHEREAS, Hanover Brands, Inc., a Delaware corporation, located and doing business at 1500 Harbor Boulevard, Weehawken, New Jersey 07087 ("Assignee"), acquired the Trademarks and all associated goodwill in the Trademarks, effective December 25, 1999; and

WHEREAS, to the best of Assignor's knowledge no proceedings to cancel the Trademarks were or are pending and no other party makes a claim of ownership to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby confirms the assignment to Assignee, effective December 25, 1999, of all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and that portion of the business of Assignor to which the Trademarks pertain, and with all claims that could be asserted by Assignor arising out of or relating to the use or ownership of the Trademarks.

Dated: December 1, 2000

HANOVER DIRECT, INC.

By: 

Name: BRIAN C. HARRISS

Title: VICE PRESIDENT

SCHEDULE OF TRADEMARKS
for assignment from
HANOVER DIRECT, INC. to HANOVER BRANDS

REGISTRATIONS

MARK	REG. NO	CLASS	REG. DATE
A PLACE FOR EVERYTHING... AND EVERYTHING IN ITS PLACE!	2,314,489	35	February 1, 2000
ADAM YORK	1,892,652	16	May 2, 1995
AMERIDOWN	2,032,691	24	January 21, 1997
AT HOME WITH STYLE AND VALUE	1,874,384	42	January 17, 1995
CLEARANCE WORLD	2,027,155	42	December 31, 1996
CLEARANCEWORLD	2,274,635	35	August 31, 1999
COLONIAL GARDEN KITCHENS	968,358	42	September 11, 1973
COMFORT BY DESIGN	2,300,870	20 and 24	December 14, 1999
COMPANY COTTON	2,310,788	24	January 25, 2000
COMPANY KID	2,380,374	24 and 27	August 29, 2000
COMPANY TOTS	2,323,186	24	February 29, 2000
COTTON BRILLIANCE	2,047,950	24	March 25, 1997
DOMESTICATIONS	1,384,266	16	February 25, 1986
DOMESTICATIONS	1,857,730	24	October 11, 1994
DOMESTICATIONS	2,285,376	16, 20, 21, 27 and 35	October 12, 1999
ENCHANTMENTS	2,069,412	42	June 10, 1997
EXPERIENCE THE VALUE OF QUALITY	1,928,393	42	October 17, 1995
FASHION FAVORITES	1,969,133	42	April 23, 1996
FASHION GALAXY	1,408,456	16	September 9, 1986
FLAGSTONE	1,962,165	16	March 12, 1996
GERTIE GOOSE	1,991,265	21	August 6, 1996
GRO-MATO	2,037,588	21	February 11, 1997
HALL OF HANOVER	2,009,590	42	October 22, 1996
HANOVER HOUSE	1,431,912	16	March 10, 1987
HANOVER SHOP AT HOME	1,481,983	42	March 22, 1998
HOME, SAFE HOME	1,810,230	42	December 7, 1993
HORN & HARDART	1,654,581	42	August 20, 1991
HOT SCOOP	2,328,246	8	March 14, 2000
KIDCALE	2,310,789	24	January 25, 2000
KITCHEN & HOME and Design	1,926,033	42	October 10, 1995
LAKELAND NURSERIES	1,991,572	42	August 6, 1996
LIFE'S EASIER, NOW THAT CLEANING'S EASIER!	2,311,786	35	January 25, 2000
LIMITED QUANTITIES UNLIMITED STYLE	2,279,031	35	September 21, 1999
LOUNGE-A-ROUND	2,272,024	20 and 24	August 24, 1999
MAKING A STATEMENT	1,965,862	42	April 2, 1996

MARK	REG. NO	CLASS	REG. DATE
MATURE WISDOM	1,389,046	16	April 8, 1986
MW MATURE WISDOM	1,859,053	42	October 18, 1994
NIGHT 'N DAY INTIMATES	1,417,842	42	November 18, 1986
OLD VILLAGE SHOP	1,407,673	16	September 2, 1986
ONE 212	1,960,854	25	March 5, 1996
ONE 212	1,962,324	42	March 12, 1996
PLATINUM WHITE GOOSE DOWN	1,751,917	22	February 9, 1993
PREMIERE CHOICE	1,812,567	42	December 21, 1993
RING RESPONSE, LTD.	1,321,189	35	February 19, 1985
SILHOUETTES	1,526,821	16	February 28, 1989
SIMPLY TOPS	1,839,470	25 and 42	June 14, 1994
SLEEPY TEES	2,094,622	24	September 9, 1997
SOFTESSENCE	2,396,201	24	October 17, 2000
ST SIMPLY TOPS (Stylized)	2,005,581	42	October 8, 1996
ST. TROPEZ	2,331,017	24	March 21, 2000
STANCE A WHOLE NEW WAY TO LOOK	1,933,293	42	November 7, 1995
STUDIO COLLECTION	2,269,946	20 and 24	August 10, 1999
STYLE BEYOND SIZE	2,226,305	35	February 23, 1999
TAPESTRY	1,394,017	16	May 20, 1986
THE CATALOG THAT BRINGS STYLE HOME	1,910,627	42	August 8, 1995
THE COMPANY STORE	1,263,272	42	January 3, 1984
THE COMPANY STORE	1,284,377	24 and 25	July 3, 1984
THE COST OF LIVING GRACIOUSLY	1,951,602	42	January 23, 1996
THE SAFETY ZONE	1,801,200	42	October 26, 1993
THE SAFETY ZONE and Design (in color)	1,636,432	42	February 26, 1991
THE SOCK	2,374,280	25	August 8, 2000
THERMATILES	2,110,467	11	November 4, 1997
TWEEDS	1,697,698	25 and 42	June 30, 1992
WOMEN GIVING BACK	2,084,136	42	July 29, 1997
YOUR SOURCE FOR THE UNIQUE	1,817,228	42	January 18, 1994

APPLICATIONS

MARK	APP. NO.	CLASS	APP. DATE
AMERICA'S AUTHORITY IN HOME FASHIONS	75/208,182	42	November 21, 1996
CASHMINA	75/767,446	24	August 4, 1999
COMPANY TABLE	75/503,396	21 and 24	June 12, 1998
CONTOUR	75/524,481	25	July 23, 1998
DESIUS	75/739,566	9, 35 and 42	June 29, 1999
ENCORE	75/758,062	35	July 22, 1999
HANOVER BRANDS	75/749,277	16 and 35	July 13, 1999
IN GOOD COMPANY	75/610,610	35	December 22, 1998
JOBBERWORLD	75/707,506	35, 36 and 39	May 17, 1999
NETSAVE	75/498,551	35	June 9, 1998
THE SHOPPER'S EDGE	75/474,697	35	April 27, 1998
THE SHOPPING EDGE	75/462,705	42	April 6, 1998

CERTIFICATE OF TRANSMISSION

I hereby certify that the attached Assignment Document and Recordation Form Cover Sheet are being facsimile transmitted to: Assistant Commissioner for Trademarks, Patent and Trademark Assignment Systems, Facsimile No. (703) 306-5995 on the date indicated below.

2/2/01

February 2, 2001

Veronica Deyko

LAW OFFICES
LEYDIG, VOIT & MAYER, LTD.
 TWO PRUDENTIAL PLAZA, SUITE 4900
 CHICAGO, ILLINOIS 60601-6780

TELEPHONE: (312) 616-5600

TELECOPY: (312) 616-5700 (G3)
(312) 849-0495 (G4)

FACSIMILE COVER SHEET

DATE: FEBRUARY 2, 2001

NUMBER OF PAGES (INCLUDING
THIS TRANSMITTAL COVER SHEET): 9

OUR REFERENCE: 209051

FROM: CLAUDIA M. WERNER

TO: ASSISTANT COMMISSIONER OF TRADEMARKS
PATENT AND TRADEMARK ASSIGNMENT SYSTEMS

FACSIMILE NUMBER: (703) 306-5995

MESSAGE:

A confirmation copy of the transmitted document will:

Not be sent. This will be the only form of delivery of the transmitted document.

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