

05-10-2001



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

04-17-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #72

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
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Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
04 04 2001

Conveying Party

Mark if additional names of conveying parties attached

Name **dELiA*s Properties Inc.**

Execution Date
Month Day Year
04 04 2001

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 **Storybook Inc.**

DBA/AKA/TA _____

Composed of _____

Address (line 1) **c/o dELiA*s Corp.**

Address (line 2) **435 Hudson Street**

Address (line 3) **New York**

New York

10014

- Individual General Partnership Limited Partnership Association
- Corporation Association

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.)

Other _____
 Citizenship/State of Incorporation/Organization **Delaware**

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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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="1,950,207"/>	<input type="text" value="1,641,786"/>	<input type="text" value="1,742,020"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,806,551"/>	<input type="text" value="2,089,366"/>	<input type="text" value="1,435,045"/>
<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.)

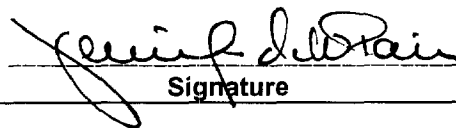
Deposit Account Number: #

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.

Jenifer deWolf Paine
Name of Person Signing


Signature

4/17/01
Date Signed

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
ASSIGNMENT OF U.S. TRADEMARKS

WHEREAS, dELiA*s Properties Inc., Inc., a Delaware corporation located and doing business at 300 Delaware Ave., 9th Floor, Wilmington, Delaware 19801 ("Assignor") has adopted, used and is using the trademarks listed on Schedule A, the applications and registrations therefor, attached hereto (collectively the "Marks"); and

WHEREAS, Assignor owns the marks listed on Schedule A attached hereto; and

WHEREAS, Storybook Inc., a Delaware corporation with an address of c/o dELiA*s Corp., 435 Hudson Street, New York, NY 10014 ("Assignee") desires to obtain all rights in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee all right, title and interest in and to the Marks, and all future registrations and applications to register the Marks, the right to recover for any and all past infringements of the Marks, and the goodwill of the business in connection with which the Marks are used.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed as of this 4th day of April, 2001.

dELiA*s Properties, Inc.

By: Alex Davaro
Name: Alex Davaro
Title: Assistant Secretary

SCHEDULE A

Mark	Serial No.	Filing Date	Reg. No.	Reg. Date
STORYBOOK HEIRLOOMS	74/529,402	5/25/94	1,950,207	1/23/96
STORYBOOK HEIRLOOMS	74/009,166	12/8/89	1,641,786	4/16/91
STORYBOOK HEIRLOOMS	74/009,165	12/8/89	1,742,020	12/22/92
JUST FOR KIDS	74/307,000	8/24/92	1,806,551	11/23/93
AFTER THE STORK	75/181,919	10/16/96	2,089,366	8/19/97
AFTER THE STORK and Design	73/608,327	7/7/86	1,435,045	3/31/87