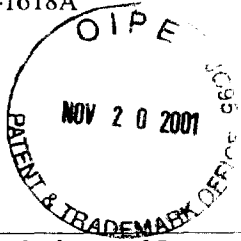


11-29-2001



101902867

RE

11-2001

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 # 101820058

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # 2139 Frame # 0484

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year
8 23 2000

Change of Name

Other corrective document for deleting erroneously recorded assignment

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
8 15 2000

Name Savane International Corp.

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Texas

Receiving Party

Mark if additional names of receiving parties attached

Name TSI Brands, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 300 Delaware Avenue

Address (line 2) Suite 900

Address (line 3) Wilmington Delaware 19801

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

11/28/2001 DBYRNE 00000047 2425994

FOR OFFICE USE ONLY

01 FC:481

40.00 DP

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.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002403 FRAME: 0219

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2,425,994"/>	<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.

Claire M. Kimball

Claire M. Kimball

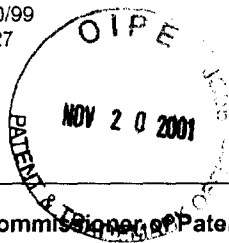
11/20/2001

Name of Person Signing

Signature

Date Signed

08-22-2001



101820058
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

8-15-01

Conveyance Type

New

Resubmission Document ID # _____ (Non-Recordation)

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # 2139 Frame # 0484

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date
Month Day Year
8 23 2000

Corrective document for deleting erroneously recorded assignment

Conveyance Party

Mark if additional names of conveyance parties attached

Enter Additional Conveying Party

Name Savane International Corp.

Formerly _____

Execution Date
Month Day Year
8 15 2000

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship State of Incorporation/Organization Texas

Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name TSI Brands, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 300 Delaware Avenue

Address (line 2) Suite 900

Address (line 3) Wilmington City Delaware State/Country 19801 Zip Code

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 the Assignment.)

08/22/2001 LMUELLER 00000086 2425994

01 FC:481

40.00 DP

FOR OFFICE USE ONLY

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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="2,425,994"/>	<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. # 1

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

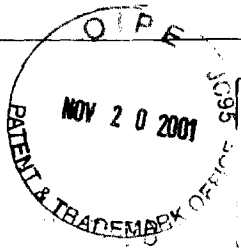
Method of Payment: Enclosed Deposit Account

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.

Claire M. Kimball
Name of Person Signing Signature Date Signed



09-27-2000



101473031

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

9-13-00

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
 8 23 2000

Conveying Party

- Mark if additional names of conveying parties attached
- Name Execution Date
Month Day Year
 8 15 2000
- Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

- Mark if additional names of receiving parties attached

- Name
 - DBA/AKATA
 - Composed of
 - Address (line 1)
 - Address (line 2)
 - Address (line 3)
City State/Country Zip Code
 - Individual General Partnership Limited Partnership Corporation Association
 - 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.)

3/26/2000 JJALLAH2 00000039 75230503

FOR OFFICE USE ONLY

1 FC: 481 40.00 OP
2 FC: 482 5000.00 OP

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.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002403 FRAME: 0223

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)

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.

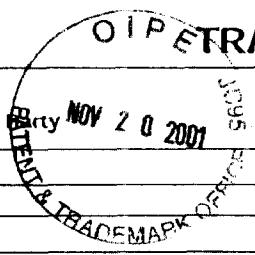
Claire M. Kimball

Name of Person Signing

Signature

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY



Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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 the Assignment.)

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).

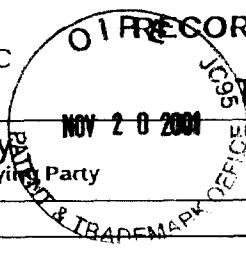
Trademark Application Number(s)

Registration Number(s)

75/414,075	74/608,247	75/615,925
75/210,750	74/474,128	75/656,744
74/641,583	74/518,332	75/746,622
75/312,705	74/732,298	75/390,569
74/729,444	75/527,310	75/362,741
74/518,334	75/497,959	75/744,234
74/503,886	75/289,596	75/285,704

1,758,436	1,711,867	2,217,895
2,124,039	1,762,105	1,961,077
2,061,908	1,810,077	2,189,077
2,039,171	2,324,759	1,990,201
1,788,904	2,063,928	1,993,812
1,763,717	2,317,025	2,285,995
2,316,990	1,932,346	2,039,170

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY



Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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 the Assignment.)

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)

75/545,794 75/207,956 75/285,348

2,050,748 1,997,707 2,137,530

75/867,799 75/862,331 75/655,047

1,955,267 2,088,822 699,031

75/656,745 75/912,861 75/232,557

1,722,055 2,276,544 1,784,228

75/737,904 75/487,865 75/737,909

1,710,130 2,289,271 1,951,747

75/822,441 75/751,134 75/334,851

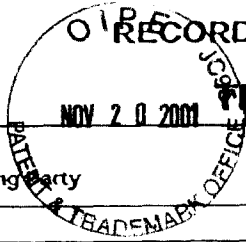
1,720,398 2,279,772 2,267,682

75/487,862 75/620,583 75/268,845

2,000,253 1,521,025 1,955,268

75/561,200 75/656,743 75/738,460

1,895,623 1,186,894 1,959,592



RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership 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 the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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)

75/737,912	<input type="text"/>	<input type="text"/>
75/277,215	<input type="text"/>	<input type="text"/>
75/289,597	<input type="text"/>	<input type="text"/>
75/942,234	<input type="text"/>	<input type="text"/>
75/942,285	<input type="text"/>	<input type="text"/>
75/620,431	<input type="text"/>	<input type="text"/>
75/706,886	<input type="text"/>	<input type="text"/>

1,906,918	2,309,754	2,059,787
2,058,193	2,091,439	2,039,863
2,058,432	2,132,246	1,928,428
2,211,745	2,038,658	1,990,305
2,001,847	2,011,240	1,646,084
2,043,884	2,000,252	1,960,833
2,039,172	2,117,132	2,016,017

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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 the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

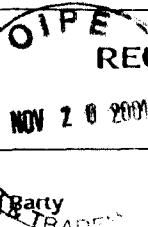
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<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"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

1,843,699	1,883,020	2,139,222
1,911,480	2,362,691	2,038,156
1,914,210	1,773,702	1,718,286
1,898,403	1,683,029	1,839,478
2,227,233	2,146,440	798,425
1,763,714	1,773,697	799,666
1,725,844	1,738,437	1,576,499



RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party
Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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 the Assignment.)

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"/>	<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"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

1,705,882	886,375	924,305
1,138,827	558,581	1,209,840
1,840,610	1,330,960	1,737,672
1,205,556	1,009,976	2,244,787
1,233,633	1,416,008	1,556,896
1,246,448	627,029	1,569,890
890,940	1,139,645	2,159,352



RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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 the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

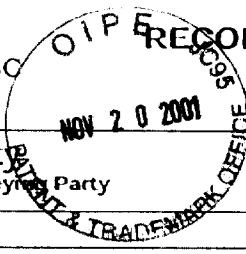
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<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"/>	<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"/>

Registration Number(s)

1,799,468	2,283,456	1,879,828
2,159,353	2,285,688	1,691,671
2,111,463	1,812,998	2,278,419
1,380,524	2,276,403	1,840,609
2,302,399	2,296,272	1,117,335
1,797,940	686,359	2,376,780
1,380,529	1,833,374	2,256,033



RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

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 the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property). Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

<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"/>	<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"/>

1,647,493	2,246,089	<input type="text"/>
1,715,925	<input type="text"/>	<input type="text"/>
2,273,013	<input type="text"/>	<input type="text"/>
628,742	<input type="text"/>	<input type="text"/>
2,137,529	<input type="text"/>	<input type="text"/>
2,325,498	<input type="text"/>	<input type="text"/>
2,059,786	<input type="text"/>	<input type="text"/>

TRADEMARK ASSIGNMENT

SAVANE INTERNATIONAL CORP., a corporation of the State of Texas, with its principal place of business at 4902 West Waters Avenue, Tampa, Florida 33634 (hereinafter called "ASSIGNOR"), has adopted and used and is the owner of the trademarks, listed in the schedule attached hereto as Schedule A and made a part hereof (hereinafter referred to as the "Marks"), in connection with ASSIGNOR'S goods and services, and the goodwill associated therewith; and TSI BRANDS, INC., a corporation of the State of Delaware, with its principal place of business at 300 Delaware Avenue, Suite 900, Wilmington, Delaware 19801 (hereinafter called "ASSIGNEE"), desires to acquire all right, title and interest in and to the Marks.

NOW, THEREFORE, in consideration of payment by ASSIGNEE to ASSIGNOR the sum of one dollar (\$1.00) and other valuable consideration, ASSIGNOR does hereby assign and transfer unto ASSIGNEE, its successors, assigns, and legal representatives, all right, title and interest in and to the Marks, including any and all pre-existing claims related thereto, and all registrations and applications for registration of the Marks, together with the goodwill of the business symbolized by the Marks, and including any and all rights to damages or profits, due to or to become due, accrued or to accrue, arising out of past, present or future infringement of the Marks or injury to said goodwill, together with the right to sue or recover the same in the ASSIGNEE's name. The parties acknowledge such transfer constitutes a contribution to the capital of ASSIGNEE intended to qualify as a transfer to a corporation controlled by ASSIGNOR under Section 351 of the Internal Revenue Code. ASSIGNOR further agrees to execute all documents necessary to perfect such rights, title, and interest in ASSIGNEE, its successors, assigns, and legal representatives.

If any term, provision or part of this agreement is to any extent held void, unenforceable or invalid by a court of competent jurisdiction, the remainder of this agreement shall not be impaired or affected thereby, and each term, provision and part

shall continue in full force and effect, and shall be valid and enforceable to the fullest extent permitted by law.

This agreement may be executed in any number of counterparts, each of which shall constitute an original, but all of which together shall constitute one instrument notwithstanding that all parties are not signatories to the same counterparts.

The parties hereto acknowledge that each has read this agreement, understand it, and agree to be bound by its terms. The parties further agree that this agreement is the complete and exclusive statement of agreement respecting the subject matters hereof, and supersedes all proposals (oral or written), understandings, representations, conditions, warranties, covenants, and all other communications between the parties relating hereto. The parties further acknowledge and agree that this agreement may not be modified, unless agreed to, in writing, by the parties.

IN WITNESS HEREOF, the ASSIGNOR has caused this Trademark Assignment to be executed by a duly authorized corporate officer to be effective as of 12:02 a.m. (E.D.T.), August 23, 2000.

ASSIGNEE hereby consents to and accepts this Trademark Assignment and has caused it to be executed by a duly authorized corporate officer to be effective as of the 12:02 a.m. (E.D.T.), August 23, 2000.

TSI BRANDS, INC.

By: *[Signature]*

Name: *Gregory L. Wilhem*

Title: *President*

STATE OF *Delaware* §

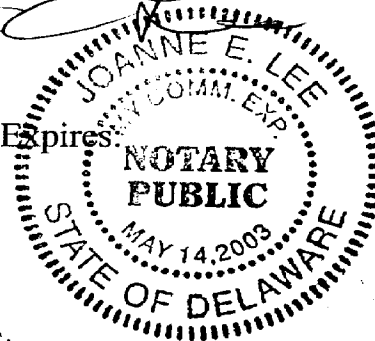
COUNTY OF *New Castle* §

On this *15th* day of *August*, 2000, before me, a Notary Public in and for the State and County aforesaid, personally appeared *Gregory L. Wilhem*, known by me to be the person of the above name and an officer of **TSI BRANDS, INC.**, duly authorized to execute this Trademark Assignment on behalf of **TSI BRANDS, INC.**, who signed and executed the foregoing instrument on behalf of **TSI BRANDS, INC.**

[Signature]

Notary Public

My Commission Expires:



Schedule A

Marks

Mark

Application No. Registration No.

1985 A FLYERS & Design	75/238503	
AUTHENTIC CHINO CASUALS	75/113474	2026209.
B2B (Stylized)	75/736,145.	
BANANA JOE	75/189475	
BANANA JOE & Design	75/289,595.	
BANANA JOE SLO MO SPORTSWEAR & Design	75/252103.	
BAY RUNNER	74/183441	1762106.
BAY TO BAY	74/035741	1648201.
BAY TO BAY CREW	74/581081	1923786.
BAY TO BAY TROPICAL 1927 & Design	75/264,823	2,363,498.
BAYSPORT	74/171111	1720393.
BIG HORN	74/401143	1959169.
BILLY BOY	75/126163	2043883.
BITTER CREEK	75/209849	2170355.
BOSTON BAY	74/183438	1758436.
BOSTON BAY & Design	75/264824	2124039.
BY THE BAY	74/627260	2061908.
CHIEF JOSEPH	75/108996	2039171.
CHOCKS	74/236961	1788904.
COMMANCHE	74/171105	1763717.
COOL HAND	75/303,502	2,316,990.
COTTON PROOF	74/227353	1711867.
COTTONFARM CO-OP	74/183440	1762105.
DESERT STORM	74/131,087	1,810,077.
ER EXTREME RISK SPORTSWEAR & Design	75/285,347	2,324,759.

Mark	Application No.	Registration No.
EXTREME RISK	74/706795	2063928
FEATHER RIVER CO.	75/328621	2,317,025
FLYING A	74/515090	1932346
FLYING A JEANSWEAR & Design	75/207,951	
FRESH PAINT	75/306237	2217895
GOLF CLUB INTERNATIONAL	74/554912	1961077
GOLF CLUB INTERNATIONAL & Design	75/285702	2189077
GREAT BASIN	74/378620	1990201
I'M WASHABLE WOOL	74/476474	1993812
INTERNET SPORTSWEAR	75/263192	2285995
JIMMY BOY	75/108975	2039170
JOHANN SEBASTIAN BACH	75/088916	2050748
KHAKI WEB	75/372360	
LITTLE BIG HORN	74/401144	1955267
MANATEE	74/133978	1722055
Manatee Design	74/189049	1710130
MANATEE MAGIC	74/185515	1720398
NATURAL LIVING	74/524966	2000253
NATURAL PERFORMER	74/476473	1895623
NEW PUBLIC WORKS	75/334,850	
NEW PUBLIC WORKS	75/737,369	
ORIGINAL CHINO CASUAL	74/674481	1997707
OUTER BAY	75/069029	2088822
PADDLE AND OARS COMPANY	75/354,012	2,276,544
PLATINUM MEMBER	75/273440	2289271

CLIENT 023827 - ALL U.S. MARKS

Mark

Application No.

Registration No.

PLATINUM MEMBER & Design	75/414,075 .	2279772 .
PLATINUM SIGNATURE	75/273442	1521025 .
PORT WEST	73/722035	
PUEBLO	75/210,750 .	
RED DOG	74/641583 .	
ROYAL PALM	73/287182	1186894 .
ROYAL PALM & Design	75/285775	2137530 .
ROYAL PALM & Design	71/686,787	699,031 .
SALT OF THE EARTH	74/336950	1784228 .
SALT RIVER	74/418818	1951747 .
SAWDUST COMPANY	75/354009	2267682 .
SAWTOOTH MOUNTAINS	74/401145	1955268 .
Seed Packet Design	74/482170	1959592 .
SILK BLUES	74/193576	1906918 .
SILVER CERTIFICATE	74/705524	2058193 .
SISSY BOY	75/068876	2058432 .
SLINGSHOT	75/312705 .	
SLO MO SPORTSWEAR (Stylized)	75/263193	2211745 .
SPIRIT OF THE WOLVES	74/565320	2001847 .
SPRING TWILL	75/126164	2043884 .
STARBOARD	75/108998	2039172 .
STEELWORKS	75/390,568	2,309,754 .
STINKER THE SKUNK INC.	75/189476	2091439 .
TAHOE RIVER OUTFITTERS	75/210749	2132246 .
TCS-QVT	75/054019	2038656 .

CLIENT 023827 - ALL U.S. MARKS

Mark

Application No. Registration No.

TEXAS JEANS

THE AUTHENTIC KHAKI COMPANY

74/707997 2011240

THE COAL MINE COMPANY

74/524965 2000252

THE LEADER IN PRIVATE BRAND

75/245464 2117132

THE ORIGINAL IDAHO JEAN COMPANY

74/641562 2059787

THE ORIGINAL KHAKI CO. & Design

74/707996 2039863

THE THINGS WE VALUE

74/607923 1928428

THREE GRACES

74/524964 1990305

TROPICAL

74/035667 1646084

TROPICAL SPORTSWEAR

74/482173 1960833

TROPICAL SPORTSWEAR INTERNATIONAL

74/482172 2016017

TROPICAL SPORTSWEAR NATURAL MAN

74/247,932 1,843,699

TSI

74/482171 1911480

TWO PEPPER

74/452555 1914210

U.S. TRADING COMPANY

74/422884 1898403

U.S. TRADING COMPANY & Design

75/285346 2227233

WALTON SUPPLY CO.

74/133224 1763714

WASHOUT

74/227344 1725844

WET PROCESS

74/413052 1883020

WHITE ICE COMPANY

75/354,010 2,362,691

WILDLIFE

74/259492 1773702

WILDLIFE REFUGE

74/118382 1683029

WILDLIFE REFUGE & Design

75/285,345 2,146,440

WILL ROGERS

74/729444

WOODEN NICKEL

74253231 1773697

CLIENT 023827 - ALL U.S. MARKS

Mark

Application No.

Registration No.

WOODMERE	74/269255	1738437 ✓
WOODMERE & Design	75/285344	2139222
WOW! WEATHERED OUT WRINKLES	74/661913	2038156
ZIABO	74/183416	1718286

MASTER FILE REPORT

PCMASTER REPORTER

08/30/2000 11 58 PAGE: 1

CLIENT 023827 - ALL U.S. MARKS

Mark

Application No.

Registration No.

FARAH NO WRINKLES & Design

74/419,582

1,839,478.

FARAH PLATINUM

FARAH WRINKLE FREE

74/518334

FARHPRESS

72/203275

798425

MAGNOLIA

SAVANE

74/503886

SAVANE & GOLF BALL Design

74/608247

SAVANE FRIDAY WEAR (Stylized)

74/474128

SAVANE WRINKLE FREE

74/518332

Stylized S Design

SUPER PLY (Stylized)

72/203272

799666

THE SILENT PERFORMER

73/799294

1576499

TRESLANA

74/128113

1705882

WFF (Stylized)

73/201,100

1,138,827

WIND CREEK

74/732298

CLIENT 023827 - ALL U.S. MARKS

Mark

	Application No.	Registration No.
2000 PROCESS NO WRINKLES & Design	74/419,580	1,840,610 .
CHARLES CHASTAIN	73/318318	1205556 .
E JOVEN & Design	73/203071	1233633 .
EJ & Design	73/341620	1246448 ,
F (Gold Tab)	72/275,043	890,940 .
F TAB	72/275042	886375 .
FARAH	71/612,900	558,581 .
FARAH	73/444,441	1,330,960 .
FARAH	73/028,001	1,009,976 ,
FARAH CLOTHING CC.	73/591,360	1,416,008 .
FARAH OF TEXAS & Design	71/690,813	627,029 .
FARAH POWER HIDES	73/164,990	1,139,645 ,
FARAH THE PREFERENCE SLACK	72/363017	924,305 .
FARAH-FLEX	73/326,250	1,209,840 .
FREDERICK & STONE	74/412112	1737672 .
Globe Design	74/608248	2244787 .
Pocket Stitch Design (longhorn & loop design)	73/642916	1556896 .
PROCESS 2000	73/799235	1569890 .
PROCESS 2000	75/058451	2159352 .
PROCESS 2000 & Design	74/361,407	1,799,468 ,
PROCESS 2000 & Design	75/058452	2159353 .
SAVANE	75/976,537	2,111,463 .
SAVANE (Stylized)	73/500015	1380524 .
SAVANE ELEMENTS	75/161,696	2,302,399 .
SAVANE FARAH WORLD OF SAVANE & Design	74/361,408	1,797,940 ,

CLIENT 023827 - ALL U.S. MARKS

Mark

Application No.

Registration No.

SAVANE GENUINE OUTFITTERS & Design

73/506793

1380529

SAVANE KHAKI CLASSICS

75/527,310

SOFT WASH

74/608,246

2,283,456

SOFT WASH NO WRINKLES & Design

74/608245

2285688

TECH-ONE SYSTEM & Design

74/323647

1812998

TILFORD & STUART

75/276350

2276403

TIMBERON RIVER COMPANY

74/732274

2296272

TRAIL BLAZERS

72/062,849

686,359

WEATHER WORN

74/222603

1833374

WFF WM. F. FARAH & Design

74/439909

1879828

WMF

74/168457

1691671

WORLD OF SAVANE SAVANE NO WRINKLES & Design

75/372,726

2,278,419

WORLD OF SAVANE SAVANE NO WRINKLES & Design

74/419,579

1,840,609

Mark

Application No.

Registration No.

1 UNDER & Design

180 & Design

75/497,959

A & Design

75/289,596

ACCOUNT SYSTEM

ACTIVE 1 (Stylized)

73/168879

1117335

AK AMERICAN KHAKIS Composite

75/615,925

AMBER FIELDS

ANDREA YORK

75/656,744

APACHE

75/746,622

ARKANSAS DENIM CO.

AUBREY BROOKE

AUTHENTIC KHAKI OUTDOOR

75/599,991

2,376,780

AUTHENTIC KHAKI STRETCH

75/390,569

AUTHENTIC KHAKIWEAR ORIGINAL STYLE SINCE 1918

75/362741

BANANA PEEL

BAY TO BAY GOLF

BAY TO BAY GOLF (Stylized) & Design

75/744234

BAY TO BAY GOLF TROPICAL 1927 & Design

75/285704

BAY TO BAY OUTFITTERS

BEEHIVE INDUSTRIAL COMPANY

75/354011

2256033

BLUE MIST

BLUE WATER

BRIDGE POINTE

74/035740

1647493

CACTUS JACK

75/545,794

CHINO GENERATION

CLIENT 023027 - ALL U.S. MARKS

Mark _____ Application No. _____ Registration No. _____

COPPER WORKS 75/867,799 ,

COTTONWOOD TRADERS 74/183439 1715925 .

COTTONWOOD TRADERS & Design

COMBOY

DEER HUNTER

Design (Stars used with AK American Khakis)

E-CORE 75/656,745 .

EXPERTS.COM

FARAH & F Device Opposition

FARAH F in Circle & Design 75/737,904 ,

FARAH TEXAS JEANS 75/822,441 ,

Faraway Farm Consent Agreement

FARGO

FASTER, BETTER AND CHEAPER

FIRST CHOICE

FLY WATER 75/487,862 .

FLYERS 75/561200 ,

FLYERS A & Design 75/207,956 ,

FLYING ACES 75/390404 2273013 ,

GENERATION

GENGHIS KHAN

GEORGE W. 75/862,331 ,

GEORGE W. (Stylized) & Design 75/912,861 ,

GOLD STRIKE (Stylized) 71/692463 628742 ,

GOLDLEAF 75/487865 ,

CLIENT 023827 - ALL U.S. MARKS

Mark	Application No.	Registration No.
GRAND CANYON		
GRENSPORT		
GREY WOLF	75/751,134	
HAVANA JOE		
HEATHER EDEN		
HEATHER STONE		
HORSE CREEK	75/620,583	
HORSEMAN		
HOUND DOG JEANS		
HUBBA HUBBA		
INDIAN JOE	75/656,743	
IVY BROOKE		
JJ HOG & Design		
JOHNNY BOY & Design	75/285348	
JOHNNY BOY (Stylized) & Design	75/655,047	
KATRINA SPORT		
LADYBUG		
LONE STAR		
MESA GRANDE		
MICHELANGELO BUONARROTI		
MICHELANGELO BUONARROTI & Design	75/232,557	
MICROSILK		
Misc. Design	75/737,909	
MS. CHINO or MIZ. CHINO		
MS. KHAKI or MIZ KHAKI		

CLIENT 023827 - ALL U.S. MARKS

Mark

Application No.

Registration No.

OLD EL PASO JEAN COMPANY

ONE UNDER & Design

OUTDOOR KHAKI COMPANY

PANT WORKS

PENTIUM

POLAR ICE

PORT WEST & Design

PURE KHAKI

RAD JEANS

RANCHER

RED FOX

RED JEANS

RED ROCK

RODEO

ROYAL COUNTY OF BERKSHIRE POLO CLUB (stylized) & Design

RUNWAY

SADDLE JEAN

SALTY

SALTY PACIFIC SPORTSWEAR

SAVANE

SAVANE & Four Leaf Design

SAVANE (Opposition) (KR26439-73)

SELENE

SILKWORKS

SILVERTIP

75/738,460 .

75/268845 .

75/334851 .

75/285703

2137529 .

CLIENT 023927 ALL U.S. MARKS

MARK

Application No.

Registration No.

SLO MO SPORTSWEAR Design

SOFT AS SAVANE & Design

STRETCH WAISTBAND & Design

STRETCH WAISTBAND (Stylized) & Design

TECH WORKS

TEXAS JEANS

THE ORIGINAL TEXAS JEAN COMPANY

THE ORIGINAL WYOMING JEAN COMPANY

THE OUTDOOR KHAKE COMPANY

TRICIA

TROP TECH

TROP TECH #1

TROP TECH 2000

TROPICAL GECKO

TROPICAL GECKO & Design

Tropical Sportswear Int'l Corp - TM General

TROPICAL SPORTSWEAR ONLY THE BEST & PALM TREE DESIGN

TROPIWASH

TSI & Design

TSI & Design

TWO PEPPER & Design

WATER CLUB

WESTERN & SADDLE JEAN

WHITE DOVE

WICHITA

75/737,912 ,

75/523,128

2,325,498 .

74/641561

2059786 ,

75/277215 ,

75/289597 ,

75/942,234 .

75/465356

2246089 ,

75/942,285 ,

75/620,431 ,

CLIENT 02302, - ALL U.S. MARKS

Mark

WOODSMAN

WORLD FAMOUS FLYERS

YELLOWSTONE

Application No.

Registration No.

75/706,886

TRADEMARK

REEL: 002403 FRAME: 0250

RECORDED: 11/20/2001