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01-15-2002



Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

AMERICAN TOMMY MERCHANDISING
COMPANY, LLC

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other _____

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

3. Nature of conveyance:

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

Execution Date: July 19, 2001

2. Name and address of receiving party(ies)

Name: TOMMY HILFINGER LICENSING, INC.

Internal University Plaza -

Address: Bellevue Building

Street Address: 262 Chapman Road-Suite 103A

City: Newark State: Delaware Zip: 19702

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

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) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,461,975

Additional number(s) attached Yes No

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

Name: Steven R. Gursky

Internal Address: Gursky & Ederer, LLP

Street Address: 1350 Broadway

11th Floor

City: NY State: NY Zip: 10018

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Mary L. Grieco
Name of Person Signing

[Signature]
Signature

1/3/02
Date

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

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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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40.00 00

TRADEMARK
REEL: 002423 FRAME: 0535

TRADEMARK ASSIGNMENT

WHEREAS, AMERICAN TOMMY MERCHANDISING COMPANY, LLC, a corporation organized and existing under the laws of the state of New Jersey, located and doing business at 6 Arborwood Court, East Windsor, New Jersey (hereinafter referred to as “Assignor”), is the owner of the trademark AMERICAN TOMMY (the “Mark”), bearing Registration No. 2,461,975, in Class 35, for “distributorships featuring distressed merchandise sold to retail outlets”; and

WHEREAS, TOMMY HILFIGER LICENSING, INC., a corporation organized and existing under the laws of the state of Delaware, located and doing business at University Plaza - Bellevue Building, 262 Chapman Road, Suite 103A, Newark, Delaware 19702 (hereinafter referred to as “Assignee”) desires to acquire the Mark and the registration therefor, together with the goodwill of the business symbolized by the Mark,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Mark, together with the goodwill of the business symbolized by the Mark, in the United States of America, its territories and possessions, and throughout the world, including but not limited to, Reg. Number 2,461,975, together with all

causes of action for previously occurring infringements of the rights being assigned, and the right to receive and retain the proceeds relating to those infringements.

Dated: 7-19-01

AMERICAN TOMMY MERCHANDISING
COMPANY, LLC

By: *Thomas F. Killen*
Name: *Thomas F. Killen*
Title: *President*

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

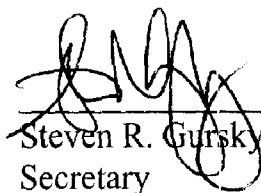
Assignee : Tommy Hilfiger Licensing, Inc.
Trademark : AMERICAN TOMMY
Registration No. : 2,461,975
Registration Date : June 19, 2001

POWER OF ATTORNEY

Assignee Tommy Hilfiger Licensing, Inc. hereby revokes all prior Powers of Attorney filed for the above-identified trademark and now hereby appoints Steven R. Gursky, Louis S. Ederer, and Mary L. Grieco, who are all members of the Bar of the State of New York, and members of the firm of Gursky & Ederer, LLP, 1350 Broadway, 11th Floor, New York, NY 10018 (212) 904-1234, as its attorneys to prosecute this application to register with full powers of substitution and revocation, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Registration. **Please address all correspondence in this matter to the attention of Steven R. Gursky.**

Tommy Hilfiger Licensing, Inc.

Dated: January 3, 2002



Steven R. Gursky
Secretary