

04-24-2002

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U.S. Department of Commerce
Patent and Trademark Office



102064679

To the Honorable Commissioner of Patents

attached original documents or copy thereof.

1. Name of conveying party(ies):
 Willshe Wear International LLC

Individual Association
 General Partnership Limited Partnership
 Corporation
 Other limited liability company

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

Name: WW Worldwide Licensing Corp.

Internal Address: _____

Street Address: 106 Seventh Avenue

City: New York State: NY ZIP: 10001

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - New York

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Termination of Encumbrances in Trademarks

Execution Date: February 14, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s):

B. Trademark Registration No. 1989532, 1129297, 1282566, 1995384

Additional numbers attached? Yes No

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

Name: T. Maria Lam, Esq.

Internal Address: Foley Hoag & Eliot LLP

Street Address: One Post Office Square

City: Boston State: MA ZIP: 02109

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41):.....\$115
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
06-1446

(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.

T. Maria Lam, Esq.
 Name of Person Signing


 Signature

March 25, 2002
 Date

04/24/2002 LNUJELLER 00000031 061446 1989532

Total number of pages comprising cover sheet: 1

01 FB: 101 10.00 CH
 02 FC: 482 75.00 CH

TERMINATION OF ENCUMBRANCES IN TRADEMARKS

Reference is made to the following instruments (collectively, the "Notices of Encumbrance"):

1. Memorandum of Exclusive License Agreement and Operating License Agreement from WW Worldwide Licensing Corp. ("Worldwide") to Willshe Wear International LLC ("Willshe") recorded with the United States Patent and Trademark Office on May 4, 1998, Reel 1723, Frame 0140.

2. Trademark Security Agreement from Worldwide to Willshe recorded with the United States Patent and Trademark Office on July 9, 1998, Reel 1754, Frame 0793.

The Notices of Encumbrance relate to the following trademarks and U.S. trademark registrations (collectively, the "Subject Trademarks") of Worldwide:

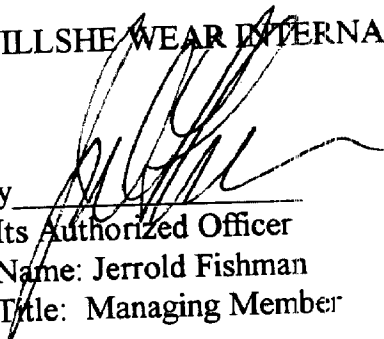
<u>Mark</u>	<u>Registration No.</u>
WILLI SMITH	1,989,532
WILLI WEAR	1,129,297
WILLI WEAR	1,282,566
WILLI WEAR	1,995,384

As to each of the Subject Trademarks, Willshe, on behalf of itself, its successors, legal representative and assigns, and for valuable consideration, the receipt and sufficiency it acknowledges, hereby terminates and acknowledges the termination of the encumbrances evidenced by the Notices of Encumbrance, and releases all right, title and interest of Willshe in and to the Subject Trademarks.

Willshe hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States to record the release and termination of encumbrances of Willshe in the Subject Trademarks set forth herein.

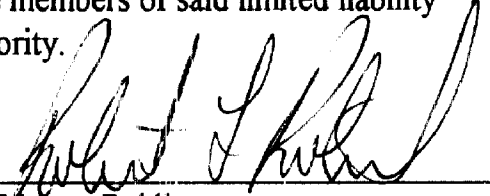
IN WITNESS WHEREOF, Willshe has caused this Termination of Encumbrances in Trademarks to be executed by its duly authorized representative this 19th day of February, 2002.

WILLSHE WEAR INTERNATIONAL LLC

By 
Its Authorized Officer
Name: Jerrold Fishman
Title: Managing Member

COUNTRY OF U.S.A.)
STATE OF NEW YORK) SS.:
COUNTY OF NEW YORK)

On the day 14th of February 2002 before me personally appeared Jerrold Fishman to me known, who, being by me duly sworn, did depose and say that he/she is a Managing Member of Willshe Wear International LLC, the company described in and which executed the above instrument, that he/she knows the seal of said company, that the seal affixed to said instrument is such corporate seal, that it was so affixed by authority of the members of said limited liability company, and that he/she signed this instrument by like authority.



Notary Public

SEAL