

7-31-02

07-31-2002

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

RECORD TRADEMARK



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DEPARTMENT OF COMMERCE Patent and Trademark Office

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

1. Name of conveying party(ies): Fleet Retail Finance, Inc.

- 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 Release of Assignment for Security of Trademarks

Execution Date: 7/25/02

2. Name and address of receiving party(ies)

Name: Urban Brands, Inc. Internal Address:

Street Address: 100 Metro Way City: Secaucus State: NJ Zip: 07094

- 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) 2165349

Additional number(s) attached Yes No

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

Name: Maisha Gibson, Paralegal

Internal Address:

Street Address: Goldberg, Kohn et al.

55 E. Monroe Street, 37th Floor

City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved: 09

7. Total fee (37 CFR 3.41) \$ 240.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Maisha Gibson Name of Person Signing

Handwritten signature of Maisha Gibson

July 30, 2002 Date

Total number of pages including cover sheet, attachments, and document: 6

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

07/31/2002 GTOM11 00000208 2165349

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TRADEMARK REEL: 002552 FRAME: 0645

CONTINUATION OF ITEM 4

MARK	FILING DATE	STATUS	SERIAL NO.	REG. NO.
100% Kids (Words Only)	12/12/97	Registered	75-404764	2184264
100% Girls (Words Only)	3/25/98	Registered	75-457065	2298918
Ashley Stewart (Words Only)	10/28/92	Registered	74-326589	2046868
Great Women of Style (Words Only)	10/16/97	Registered	75-374629	2266303
Marianne (Words Only)	11/30/99	Registered	75-859286	2548888
Urban Brands, Inc. (Words Only)	12/31/97	Allowed – Intent to Use	75-413469	Not Available
Urban Brands, Inc. (Words Only)	12/31/97	Allowed – Intent to Use	75-979166	Not Available
100% Baby (Words Only)	10/16/97	Pending – Suspended	75-374628	Not Available

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TRADEMARK
REEL: 002552 FRAME: 0646

**RELEASE OF ASSIGNMENT FOR SECURITY OF
TRADEMARKS**

THIS RELEASE is made as of this 25th day of July, 2002 by and between Fleet Retail Finance Inc., ("FLEET") in favor of Urban Brands, Inc. ("Company").

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, FLEET hereby unconditionally and expressly releases, terminates, and extinguishes any and all of its right, title and interest in and to, and any and all liens and security interests it may have upon, all of the trademarks listed on Exhibit A attached hereto and made a part hereof, which liens and security interests were established under and pursuant to that certain Amended and Restated Trademark and Trademark Applications Security Agreement, dated as of September 28, 2000, between Company, as borrower, and FLEET. All obligations and duties listed under the Agreement to the extent they relate solely to the items listed on Exhibit A are hereby released and terminated, and FLEET hereby expressly releases and discharges without limitation all claims, demands and causes of action that it may now have or might subsequently accrue to it arising out of or connected with directly or indirectly, the Agreement to the extent they relate solely to the items on Exhibit A.

This Release shall be binding upon FLEET's legal representatives, assigns and successors.

FLEET RETAIL FINANCE INC.

By: DM Murthy
Name: Mr. Dir. — DM Murthy
Title: Mr. Dir.

EXHIBIT A

MARK	FILING DATE	STATUS	SERIAL NO.	REG. NO.
100% Kids (Words Only)	12/12/96	Registered	75-212521	2165349
100% Kids (Words Only)	12/12/97	Registered	75-404764	2184264
100% Girls (Words Only)	3/25/98	Registered	75-457065	2298918
Ashley Stewart (Words Only)	10/28/92	Registered	74-326589	2046868
Great Women of Style (Worlds Only)	10/16/97	Registered	75-374629	2266303
Marianne (Words Only)	11/30/99	Registered	75-859286	2548888
Urban Brands, Inc. (Words Only)	12/31/97	Allowed – Intent to Use	75-413469	Not Available
Urban Brands, Inc. (Words Only)	12/31/97	Allowed – Intent to Use	75-979166	Not Available
100% Baby (Words Only)	10/16/97	Pending – Suspended	75-374628	Not Available
Baby Spot (Words Only)	7/13/99	Abandoned – No Statement of Use	75-749725	Not Available
The Card With Style (Words Only)	4/6/93	Cancelled – Sec. 8	74-378998	Not Available
Girl House (Words Only)	11/16/99	Abandoned – No Statement of Use	75-849118	Not Available
Keisha (Words Only)	8/16/99	Abandoned – No Statement of Use	75-777078	Not Available
Kid Phat (Words Only)	7/13/99	Abandoned – After TTAB Proceeding	75-749727	Not Available
Kyoko (Words Only)	10/18/99	Abandoned	75-833058	Not Available
Mahogany Image (Words Only)	11/7/97	Abandoned – No Statement of Use	75-386429	Not Available
Maria Christina (Words Only)	8/16/99	Abandoned	75-777077	Not Available
None (Design Only)	8/16/99	Abandoned – After TTAB Proceeding	75-776771	Not Available
None (Design Only)	8/16/99	Abandoned – No Statement of Use	75-776772	Not Available
None (Design Only)	8/16/99	Abandoned – No Statement of Use	75-776773	Not Available
None (Design Only)	8/16/99	Abandoned – No Statement of Use	75-776782	Not Available
None (Design Only)	8/16/99	Abandoned – No Statement of Use	75-777076	Not Available
None (Design Only)	10/28/99	Abandoned – No Statement of Use	75-833057	Not Available
Phat Kids (Words Only)	6/3/99	Abandoned – After TTAB Proceeding	75-719972	Not Available
Sexy Anywhere (Words Only)	8/11/98	Abandoned – No Statement of Use	75-534728	Not Available