

FORM PTO-1594

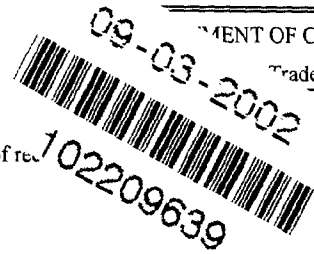
RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

(Rev. 6-93)

DEPARTMENT OF COMMERCE

Trademark Office

To the Honorable Commissioner of Patents and Trademarks, please record the attached u.



OFFICE OF PATENT RECORDS  
02 AUG 27 AM 10:20  
FINANCE SECTION

18-27-02

1. Name of conveying party(ies)

JBI Apparel, Inc.

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

Additional name(s) of conveying party(ies) attached?

Yes  No

2. Name and address of recipient

Name: Designs, Inc.

Internal Address:

Street Address: 66 B Street

City: Needham State: MA Zip: 02494

- 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

3. Nature of conveyance:

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

Execution Date: 05/14/02

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,029,787

Additional numbers attached?  Yes  No (see attached continuation sheet)

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

Name: Peter Smith, Esq.

Internal Address: Kramer Levin Naftalis & Frankel LLP

Street Address: 919 Third Avenue

City: New York State: New York Zip: 10022

6. Total number of applications and registrations involved..... 13

7. Total fee (37 CFR 3.41) ..... \$340.00

- Enclosed
- Authorized to be charged to deposit account # 50-0540

8. Deposit account number: 50-0540

(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.

Erica Klein, Esq.

Name of Person Signing

Signature

8/27/2002

Date

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

RFCST.PTO

08/30/2002 TDIAZI 00000163 2029787

01 FC:481 40.00 OP  
02 FC:482 300.00 OP

**RECORDATION FORM COVER SHEET  
CONTINUATION SHEET**

**ITEM 4. APPLICATION NUMBER (s) OR REGISTRATION NUMBER (s):**

(assigned from JBI Apparel, Inc.)

**UNITED STATES TRADEMARK REGISTRATIONS**

**MARK**

**REGISTRATION NUMBER**

BIG & TALL REPP LTD ATHLETIC & design	1714526
BRINELLI (stylized)	1988633
CANYON RIDGE	2159159
FERRACCI (stylized)	1988222
FLAGG STAFF	1988634
JEREMY PETERS & design	1253847
JP JEREMY PETERS & design	1253848
OCEAN PORT	1988635
REPP TECH	2346534
REPP, LTD. & design	1242946
TOWER BAY	1966668

**UNITED STATES TRADEMARK APPLICATIONS**

**MARK**

**APPLICATION NUMBER**

REPP	76/102481
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## TRADEMARK ASSIGNMENT

**THIS TRADEMARK ASSIGNMENT** entered into and effective as of May 14<sup>th</sup>, 2002, is by and between JBI Apparel, Inc., a Massachusetts corporation located at 555 Turnpike Road, Canton, Massachusetts 02021 ("Assignor"), and Designs, Inc., a Delaware corporation located at 66 B Street, Needham, Massachusetts 02494 ("Assignee").

**WHEREAS**, to the knowledge of Assignor, Assignor owns or holds valid rights to use the trademarks and service marks set forth on Schedule 1 (collectively, the "Marks") and is the record owner of the registrations and applications for registration for the Marks (the "Registrations"); and

**WHEREAS**, Assignee is desirous of acquiring and Assignor is desirous of selling all of Assignor's rights, title, and interest in and to said Marks and Registrations, together with the good will of the business and confirmation of the same;

**NOW, THEREFORE**, subject to the terms of the Asset Purchase Agreement dated as of May 2, 2002 (the "Purchase Agreement"), by and among Buckmin Inc., Casual Male Corp. (f/k/a J.Baker, Inc.), Elm Equipment Corp., ISAB Inc., JBI Apparel Inc., JBI Holding Company Inc., JBI Inc., LP Innovations Inc., Morse Shoe Inc., Morse Shoe International Inc., Spencer Companies Inc., TCM Holding Company Inc., TCMB&T Inc., The Casual Male Inc., White Cap Footwear, Inc., JBAK Canton Realty, Inc., and WGS Corp., and Designs, Inc., and for consideration, the sufficiency of which is hereby expressly acknowledged by the parties, Assignor does, without reservation, sell, assign and transfer to Assignee all of Assignor's entire right, title and interest in and to the Marks and Registrations, including all common law rights relating thereto, together with the good will of the business symbolized by the Marks and Registrations.

Notwithstanding anything to the contrary herein, nothing herein shall modify, expand or reduce any of the party's respective rights or obligations as set forth in the Purchase Agreement and the Approval Order as such term is defined in the Purchase Agreement.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be

executed by its duly authorized officer as of the date first written above.

**JBI APPAREL, INC.**

By: 

Name: \_\_\_\_\_  
Title: MICHAEL A. O'HARA  
FIRST SENIOR VICE PRESIDENT  
GENERAL COUNSEL & SECRETARY

State of New York )  
                          ) ss.:  
County of New York )

On this 14 day of May, 2002 before me appeared Michael O'Hara, to me known and known to me to be First Senior of JBI Apparel, Inc., the person described in and who executed the foregoing instrument and he acknowledged the same to be his free act and deed.

Sworn to before me this 14th day of May, 2002.



Notary Public

(Official Seal)

ROBERT P. GAMMEL  
NOTARY PUBLIC, State of New York  
No. 31-6004414  
Qualified in New York County  
Commission Expires March 23, 2006

**SCHEDULE 1**

(assigned from JBI Apparel, Inc.)

**UNITED STATES TRADEMARK REGISTRATIONS**

<b><u>MARK</u></b>	<b><u>REGISTRATION NUMBER</u></b>
BAY CREEK (stylized)	2029787
BIG & TALL REPP LTD ATHLETIC & design	1714526
BRINELLI (stylized)	1988633
CANYON RIDGE	2159159
FERRACCI (stylized)	1988222
FLAGG STAFF	1988634
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**UNITED STATES TRADEMARK APPLICATIONS**

<b><u>MARK</u></b>	<b><u>APPLICATION NUMBER</u></b>
REPP	76/102481

**UNITED STATES COMMON LAW TRADEMARKS**

<b><u>MARK</u></b>
REPP LTD. (stylized) (horizontal store sign)
REPP LTD. (stylized) (vertical store sign)
REPP PREMIER (stylized) (store sign)