

Form PTO-1594
(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings ⇨ ⇨ ⇨

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. 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):

Hanover Direct, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: 12/28/2002

2. Name and address of receiving party(ies)

Name: The Company Store Group, LLC

Internal

Address: _____

Street Address: 115 River Road, Bldg.#10

City: Edgewater State: NJ Zip: 07020

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

Other Delaware limited liability company

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) 78/152,488
and 78/152,490

B. Trademark Registration No.(s) 2,648,687;
2,622,209 (see attached)

Additional number(s) attached Yes No

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

Name: Tamara A. Miller

Internal Address: Leydig, Voit & Mayer, Ltd.
Suite 4900

Street Address: Two Prudential Plaza

City: Chicago State: IL Zip: 60601

6. Total number of applications and registrations involved: _____

7

7. Total fee (37 CFR 3.41).....\$ 190.00
and any deficiencies

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

12-1216

DO NOT USE THIS SPACE

9. Signature.

Tamara A. Miller
Name of Person Signing

Tamara Miller
Signature

Feb 4, 2003
Date

Total number of pages including cover sheet, attachments, and document: 4

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

CONTINUATION OF ITEM #4B

Assignment of marks owned by Hanover Direct, Inc. to The Company Store Group, LLC

ADDITIONAL REGISTRATIONS

| MARK | REG. NO | REG. DATE |
|-------------------|-----------|------------------|
| SILHOUETTES | 2,498,097 | October 16, 2001 |
| TCS | 2,550,343 | March 19, 2002 |
| THE COMPANY STORE | 2,573,439 | May 28, 2002 |

UNITED STATES

ASSIGNMENT

This Assignment Agreement is by and between Hanover Direct, Inc., a Delaware corporation, with a place of business at 115 River Road, Building 10, Edgewater, New Jersey 07020 USA ("Assignor"), and The Company Store Group, LLC, a Delaware limited liability company, with a place of business at 115 River Road, Building 10, Edgewater, New Jersey 07020 USA ("Assignee").

WHEREAS, Assignor is the owner of the trademarks listed in Exhibit A ("the Marks");

WHEREAS, Assignor has agreed to assign the Marks to Assignee, and Assignee hereby accepts said assignment, effective as of the close of business on December 28, 2002.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor assigns to Assignee all of Assignor's right, title, and interest in and to the Marks, including all common law rights, together with the goodwill symbolized by any use of those Marks, and the right to sue and recover for, and the right to profits or damages, due or accrued, arising out of or in connection with any and all past, present or future infringements or dilution of or damage or injury to the Marks or such associated goodwill.

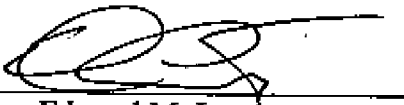
IN WITNESS WHEREOF, this Assignment shall be binding and effective as of the close of business on December 28, 2002.

ASSIGNOR:

HANOVER DIRECT, INC.

ASSIGNEE:

THE COMPANY STORE GROUP, LLC

By: 
Name: Edward M. Lambert
Title: Executive Vice President and Chief Financial Officer

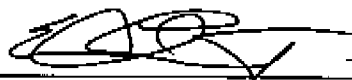
By: 
Name: Edward M. Lambert
Title: President

EXHIBIT A**Hanover Direct, Inc. Assignment to The Company Store Group, LLC**

| MARK | REG. NO | REG. DATE |
|-------------------|-----------|--------------------|
| COMPANY KIDS | 2,648,687 | November 12, 2002 |
| LOFTAIRE | 2,622,209 | September 17, 2002 |
| SILHOUETTES | 2,498,097 | October 16, 2001 |
| TCS | 2,550,343 | March 19, 2002 |
| THE COMPANY STORE | 2,573,439 | May 28, 2002 |

| MARK | APP. NO. | APP. DATE |
|--------------|------------|----------------|
| COTTON CANDY | 78/152,488 | August 8, 2002 |
| DREAM CLUB | 78/152,490 | August 8, 2002 |