

10-28-2002



Tab settings

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To the Honorable Commissioner of Patents and Trademarks, Washington, D.C. 20231, for recording of documents or copy thereof.

1. Name of conveying party(ies):
**JJ Acquisition Corp.. to be known as
Jeri-Jo Knitwear, Inc.
1407 Broadway
New York, N.Y. 10018**

- 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 **correct nature of conveyance previously
recorded at reel/frame 1751/0664 from Assignment
Execution Date: June 15, 1995 to Security Agreement**

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

2. Name and address of receiving party(ies)
**Nationsbanc Commercial Corporation (as collateral
agent)**

Street Address: **P.O. Box 4095**
City: **Atlanta** State: **GA** Zip: **30302**

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

B. Trademark Registration No.(s)
2,001,756 1,515,449 1,309,107
1,538,271 1,597,536 1,056,631
1,585,817 2,127,960

5. Name and address of party to whom correspondence
concerning document should be mailed:
Name: **Stanley Seuradge**
Internal Address: **Schulte Roth & Zabel**

Street Address: **919 Third Avenue**

City: **New York** State: **N.Y.** Zip: **10022**

6. Total number of applications and
registrations involved:..... **8**

7. Total fee (37 CFR 3.41).....\$ **215.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
500675 - Schulte Roth & Zabel
(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.

Stanley Seuradge
Name of Person Signing

Signature

July 1, 2002
Date

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

07/10/2002 6TOM11 00000191 500675 2001756

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

01 FC:481 40.00 CH
02 FC:482 175.00 CH

9214667.1

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FORM PTO-1094
Rev. 6-93
GMS No. 0451-0011 (4/97)

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4341 M&D
6-22-98

07-18-1998
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SHEET
Y
U.S. 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):
JJ Acquisition Corp., to be known as
Jeri-Jo Knitwear, Inc.
1707 Broadway
New York, NY 10018
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State DE
 Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: NationsBank Commercial Corporation
as Collateral Agent
Internal Address:
Street Address: P.O. Box 4095
City: Atlanta State: GA Zip: 30301
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: June 15, 1998

If assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No
(Designations must use a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s)
A. Trademark Application No.(s)

TRADEMARK MAIL ROOM
REC'D
JUN 22 1998
U.S. PATENT & TRADEMARK OFFICE

B. Trademark Registration No.(s)
2,001,756 1,515,449
1,538,271 1,597,536
1,585,817 2,127,960
1,056,631 1,309,107
Additional name(s) & address(es) attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Joyce L. Francis
Internal Address: Schulte Roth & Zabel LLC
Street Address: 900 Third Avenue
City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 8
7. Total fee (37 CFR 3.41).....\$ 212.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
200052
(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.
Joyce L. Francis
Name of Person Signing

Signature: [Signature]
Date: 6-15-98
Total number of pages (including cover sheet, attachments, and documents): 4

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

TRADEMARK
REEL: 2605 FRAME: 0812

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ASSIGNMENT FOR SECURITY(TRADEMARKS)

WHEREAS, JJ ACQUISITION CORP., a Delaware corporation to be known as JERI-JO KNITWEAR, INC. (the "Assignor") has adopted, used and is using the trademarks and service marks listed on the annexed Schedule 1, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor, has entered into a Security Agreement dated June 18, 1998 (the "Security Agreement") in favor of NATIONSBANC COMMERCIAL CORPORATION, as collateral agent for certain lenders (the "Assignee"); and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee a security interest in all right, title and interest of the Assignor in, to and under the Trademarks together with the good-will of the business symbolized by the Trademarks and the applications and restrictions thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign unto the Assignee and grants to the Assignee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of June 18th, 1998.

JJ ACQUISITION CORP.

By: *Amanda Bokun*Name: Amanda BokunTitle: VPTRADEMARK
REEL: 1751 FRAME: 0665TRADEMARK
REEL: 2605 FRAME: 0813

ALG-01-2000 15:45

STATE OF NEW YORK

ss.:

COUNTY OF NEW YORK

On this 18th day of June, 1998, before me personally came Arthur H. Excelsior
 to me known to be the person who executed the foregoing instrument, and who, being duly
 sworn by me, did depose and say that he/she is the Vice President of
 JJ ACQUISITION CORP., a Delaware corporation to be known as JERI-JO KNITWEAR, INC.,
 and that he/she executed the foregoing instrument in the firm name of JJ ACQUISITION CORP.
 to be known as JERI-JO KNITWEAR, INC., and that he/she had authority to sign the same, and
 he/she acknowledged to me that he/she executed the same as the act and deed of said firm for the
 uses and purposes therein mentioned.



JOYCEL FRANCIS
 Notary Public, State of New York
 No. 01FR5037511
 Qualified in New York County
 Certificate Filed in New York County
 Commission Expires December 27, 1998

TRADEMARK

REFL: 1751 FRAME: 0666

TRADEMARK

REEL: 2605 FRAME: 0814

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SCHEDULE I
Trademarks and Trademark Licenses

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
ARENDINE	2,001,756	September 17, 1996
COTTON SPIRIT	1,538,271	May 9, 1989
CURRANTS	1,585,817	March 6, 1990
CURRANTS and design	1,056,631	January 14, 1977
ENERGIE (stylized)	1,515,449	December 6, 1988
ENERGIE BI CURRANTS	1,597,536	May 22, 1990
JAMIE SCOTT	2,127,960	January 13, 1998
JERI-JO	1,309,107	December 11, 1984

265743.1
 2003-0022

RECORDED: 06/22/1998

TRADEMARK
 REEL: 1751 FRAME: 0667

RECORDED: 10/07/2002

TRADEMARK
 REEL: 2605 FRAME: 0815