

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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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):

The Company Store Group, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware limited liability
company
- 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: Brown of California, Inc.

Internal Address: _____
Address: _____

Street Address: 741 F Street

City: San Diego State: CA Zip: 92101

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- 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) 2,576,958,

2,279,031 (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: _____

4

7. Total fee (37 CFR 3.41).....\$115
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

March 18, 2003
Date

Total number of pages including cover sheet, attachments, and document: 5

Mail 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 The Company Store Group, LLC to
Brawn of California, Inc.**

Additional registrations

MARK	REG. NO	REG. DATE
MAXIMUM EXPOSURE	2,583,271	June 18, 2002
THE SOCK	2,374,280	August 8, 2000

ASSIGNMENT

This Assignment Agreement is by and between 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 ("Assignor"), and Brawn of California, Inc., a California corporation, with a place of business at 741 F Street, San Diego, California 92101 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:

THE COMPANY STORE GROUP, LLC

By: 
Name: Edward M. Lambert
Title: President

ASSIGNEE:

BRAWN OF CALIFORNIA, INC.

By: _____
Name: William C. Kingsford
Title: Vice President - Controller

ASSIGNMENT

This Assignment Agreement is by and between 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 ("Assignor"), and Brawn of California, Inc., a California corporation, with a place of business at 741 F Street, San Diego, California 92101 USA ("Assignee").

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

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

ASSIGNOR:

THE COMPANY STORE GROUP, LLC

By: _____
Name: Edward M. Lambert
Title: President

ASSIGNEE:

BRAWN OF CALIFORNIA, INC.

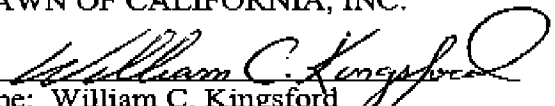
By: 
Name: William C. Kingsford
Title: Vice President - Controller

EXHIBIT A**The Company Store Group, LLC Assignment to
Brawn of California, Inc.**

MARK	REG. NO	REG. DATE
CONTOUR	2,576,958	June 11, 2002
LIMITED QUANTITIES UNLIMITED STYLE	2,279,031	September 21, 1999
MAXIMUM EXPOSURE	2,583,271	June 18, 2002
THE SOCK	2,374,280	August 8, 2000