

10-07-2003



SHEET

To the Honorable Commis

ached original document(s) or copy thereof.

102549943

5.5.03

1. Name of conveying party(ies) (assignor(s)):

D.U.G. Downund'r Gear, LLC

- Individual(s)
- General Partnership
- Corporation-State
- 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: June 6, 2002

Address of Party(ies) receiving an interest (assignee(s)):

Name: Kellwood Company
Address: 600 Kellwood Parkway

City: Chesterfield
State: Missouri Zip: 63017
Country: U.S.A.

- 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)

75/897,210

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Lindsay E. Cohen
Senniger, Powers, Leavitt & Roedel
One Metropolitan Square
16th Floor
St. Louis, Missouri 63102
(314) 231-5400 (telephone)

6. Total number of applications and registrations involved:
Application(s) 0 + Registration(s): 1 = Total 1

7. Total Fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number: 19-1345
(Duplicate copy of this sheet attached)
 Charge any underpayment or credit any overpayment to above 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.

Lindsay E. Cohen
Name of Person Signing

Signature

March 29, 2003
Date

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

9

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OFFICE OF PUBLIC RECORDS
MAY -5 AM 8:14
FINANCE SECTION

SCHEDULE I

ASSIGNMENT

WHEREAS, D.U.G. Downund'r Gear, L.L.C., a New York limited liability company, located at 350 Fifth Avenue, New York, New York 10001, hereinafter referred to as Assignor, is the owner of the "D.U.G." trademark, "LADY D.U.G." trademark and "BABY D.U.G." trademark.

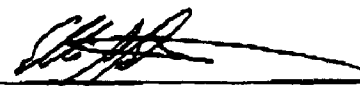
WHEREAS, Assignor is the owner of U.S. pending application Serial No. 75/897,210 for the trademark "D.U.G." filed January 18, 2000; U.S. pending application Serial No. 75/897,209 for the trademark "LADY D.U.G." filed January 18, 2000; and U.S. pending application Serial No. 75/897,208 for the trademark "BABY D.U.G." filed January 18, 2000.

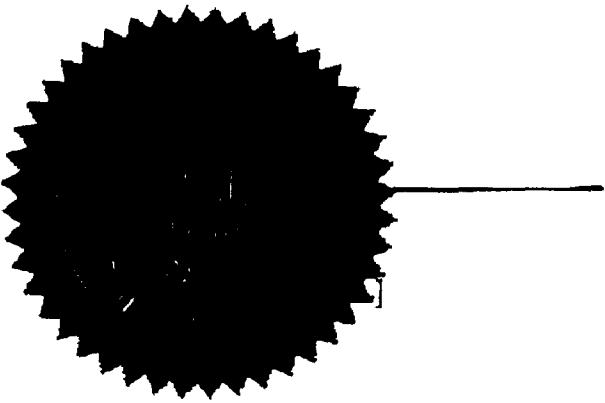
WHEREAS, Kellwood Company, a Delaware corporation, located at 600 Kellwood Parkway, Chesterfield, Missouri 63017, hereinafter referred to as Assignee, is desirous of acquiring said trademarks together with the goodwill of the business with which said marks are used and which is symbolized by said marks and any and all registrations and applications for registration of said marks.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor hereby assigns to Assignee the entire, right title and interest in and to the D.U.G. trademark, LADY D.U.G. trademark, and BABY D.U.G. trademark, all registrations of and applications to register said marks, including U.S. pending application Serial Nos. 75/897,210; 75/897,209; and 75/897,208, the right to recover for past infringement of said marks, and the goodwill of the business in connection with which said marks are used and which is symbolized by said marks.

The effective date of this Assignment is June 6, 2002.

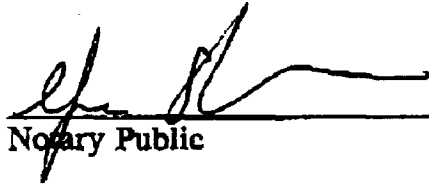
D.U.G. DOWNUND'R GEAR, L.L.C.

By: 
Name: EDDIE A. BETESH
Title: President Manager



STATE OF New York)
) ss.
COUNTY OF New York)

Before me appeared Eddie Betesh, who swore that he is the Manager of
D.U.G. Downund'r Gear L.L.C., and executed the above assignment on behalf of D.U.G.
Downund'r Gear L.L.C. with the full power and authority to do so.



Notary Public

[Notary Seal]

YANA SHTINDLER
NOTARY PUBLIC STATE OF NEW YORK
NO. 02SH6057536
QUALIFIED IN QUEENS COUNTY
COMMISSION EXPIRES APR. 18, 2003