Form PTO-1594		ORM COVER SHEET	U.S. DEPARTMENT OF COMMERCE	
1-31-92		ARKS ONLY	Patent and Trademark Office	
To the Honorable	Commissioner of Patents and Trademark			
1. Name of conveying party(i	es):	2 Name and address of	receiving party(ies):	
GORDON BROTHER 40 BROAD STREET, BOSTON, MA 02109	S WHOLESALE, LLC 11 <sup>TH</sup> FLOOR	•	ON BROTHERS GROUP, LLC	
Additional name(s) of con- attached?   Yes X N  Nature of conveyance:  X Assignment  Security Agreement  Other:	∪ Merger □ Change of Name	Street Address:40  City:BOSTOI  Individual(s) cit  Association  General Partner:  Limited Partner:  Corporation  X Other:DELA  If assignee is not dor	D BROAD STREET, 11 <sup>TH</sup> FLOOR	
Execution Date:D	ECEMBER 17, 2003	(Designations must b	be a separate document from Assignment)	
MAX INVI	n No(s):  RE LOGO  RE GBRETAILEXCHANGE  CIMIZING VALUE ON EXCESS  ENTORY (and Design)  Additional number  to whom correspondence concerning	B. Trademark regis  No. 2,694,180 -	RETAIL EXCHANGE.COM	
Name:DEBO)	RAH L. BENSON	Total fee (37 CFR 3.	\$90.00	
	Internal Address: HINCKLEY, ALLEN & SNYDER LLP		oe charged to deposit account	
Street Address:_28 STA  City: _BOSTON Stal	******	Deposit account nun	nber: 500485	
	tc:MAZip:02109	(Attach duplicate con	py of this page if paying by deposit account)	
	DO NOT U	SE THIS SPACE		
9. Statement and signature. To the best of my knowleds document. DEBORAH L. I Name of Person S	BENSON	Signature C	attached copy is a true copy of the original DECEMBER 18, 2003 Date	
OMP No OSSI GOLD /	4/045	Total numbe	r of pages comprising cover sheet [ 1 1 ]	
Public burden reporting for this s	Do not des with required cover sheet information to: Commissioner of F Box A Washingt sample cover sheet is estimated to average	ach this portion 'atents and Trademarks ssignments on, D.C. 20231 about 30 minutes per docus	ment 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, Panerwork Reduction Project (065), 0011). Westigney, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and				

## <u>ASSIGNMENT</u>

THIS ASSIGNMENT is made between Gordon Brothers Wholesale, LLC, a Delaware limited liability company, having an address of 40 Broad Street, 11th Floor, Boston, MA 02109 (the "Assignor"), and Gordon Brothers Group, LLC, a Delaware limited liability company, having an address of 40 Broad Street, 11th Floor, Boston, MA 02109 (the "Assignee").

WHEREAS, The Assignor is the proprietor in the United States of the Trademarks and the Applications and Registrations listed in the attached Schedule, hereto (the "Trademarks").

WHEREAS, the Assignor has agreed to assign the Trademarks to the Assignee, and the Assignee has agreed to accept said assignment.

NOW THEREFORE, for good and valuable consideration, the Assignor hereby quitelaims and assigns to the Assignee all its full right to and title in the Trademarks, including the right to sue for past infringement(s), together with the goodwill of the business in the services for which the Trademarks are used.

> ASSIGNOR GORDON BROTHERS WHOLESALE, LLC

By:

Name: Alan R. Goldstein

Title: Executive Vice President and CFO

Commonwealth of Massachusetts SS County of Suffolk

Before me personally appeared Alan R. Goldstein, personally known to me, who signed the instrument in my presence as his free act and deed.

Notary Public

My commission expires: 16 Gpuly 2004

TRADEMARK REEL: 002767 FRAME: 0247

## SCHEDULE OF TRADEMARKS

MARK	APP. /REG. NO.	DATE
GB RE LOGO	App. No. 76/395,319	04/15/02
GB RE GBRETAILEXCHANGE MAXIMIZING VALUE ON EXCESS INVENTORY (and Design)	App. No. 76/395,246	04/15/02
RETAILEXCHANGE.COM	Reg. No. 2,694,180	03/04/03

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		ORM COVER SHEET U.S. DEPARTMENT OF COMMERCE ARKS ONLY Patent and Trademark Office		
L TRADEMA				
<u>i.</u>	Name of conveying party(ies):	ks: Please record the attached original documents or copy thereof.		
۱.,	Name of conveying party(les):	2 Name and address of receiving party(ies):		
	GORDON BROTHERS WHOLESALE, LLC 40 BROAD STREET, 11 <sup>TH</sup> FLOOR BOSTON, MA 02109	Name:GORDON BROTHERS GROUP, LLC		
3.	☐ Individual(5) ☐ Association ☐ General Partnership ☐ Limited Partnership ☐ Corporation  X Other: DELAWARE LIMITED LIABILITY COMPANY Additional name(s) of conveying party(ies) attached? ☐ Yes X No  Nature of conveyance:  X Assignment ☐ Merger ☐ Security Agreement ☐ Change of Name ☐ Other: ☐ Other:	Street Address:40 BROAD STREET, 11 <sup>TR</sup> FLOOR  City:BOSTON State:MA Zip:02109    Individual(s) citizenship   Association   General Partnership   Limited Partnership   Corporation X Other:DELAWARE LIMITED LIABILITY COMPANY  If assignee is not domiciled in the United States, a domestic		
	Execution Date:DECEMBER 17, 2003	representative designation is attached:   The content of the conte		
	Application number(s) or registration numbers(s):	B. Trademark registration No.(s)		
	A. Trademark Application No(s):  No. 76/395,319 – GB RE LOGO	No. 2,694,180 – RETAIL EXCHANGE.COM		
	No. 76/395,246 – GB RE GBRETAILEXCHANGE MAXIMIZING VALUE ON EXCESS INVENTORY (and Design)  Additional number	ns attached? □ Yes X No		
5	Name and address of party to whom correspondence concerning document should be mailed:	6 Total number of applications and registrations involved: [ 3 ]		
	Name:DEBORAH L. BENSON	Total fee (37 CFR 3.41) \$90.00		
l	Internal Address: HUNCKLEY, ALLEN & SNYDER LLP	7.  X Authorized to be charged to deposit account		
	Street Address:28 STATE STREET	X Authorized to be charged to deposit account		
	City: _BOSTON_ State: _MA_Zip: _02109_	Deposit account number: 500485		
	<del></del>	(Attach duplicate copy of this page if paying by deposit account)  8.		
	DO NOT U	JSE THIS SPACE		
	·- · · · ·	on this orace		
9.	Statement and signature.  To the best of my knowledge and belief, the foregoing information is document.  DEBORAH L. BENSON  Name of Person Signing	is true and correct and any attached copy is a true copy of the original  DECEMBER 18, 2003  Date		
		<u>-</u>		
	OMB No. 0651-0011 (exp. 4/94)	Total number of pages comprising cover sheet [ 1 1 ]		
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	was aperwork Reddedon Project (0031-0011), Washington, D.C. 205	303. TD 4 D E 1 4 D I C		

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## Hinckley, Allen & Snyder LLP

Attorneys At Law
28 State Street
Boston, Massachusetts 02109-1775
617 345-9000 □ FAX 617 345-9020

## FACSIMILE TRANSMITTAL SHEET

FROM:	I: Myriam Villarroel, Legal Assistant		CONFIDENTIALITY NOTICE				
DATE:	Decemb	mber 19, 2003		This facsimile transmission and the accompanying			
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7	ro: -	O: Assignment Division					
F	TIRM:	: U.S. Patent and Trademark Office					
F	Œ:	Recordation Form Cover Sheet / Assignment					
					B RE GI N EXCE	BRI SS	ETAILEXCHANGE MAXIMIZING VALUE INVENTORY (and Design); and
E	BUS#	US # (703) 308-9723					
F	• ************************************	(7	03) 306-5995			•	
	[	<b>X</b> ]	URGENT MESSAGE		ſ	]	For your information
	[	}	Please call sender to dis	scuss	[	]	Please see below
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(2)		ASSIGNMENT DOCUMENT					

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