

10-01-2003

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

RE



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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): 9-29-03 Pine State Knitwear, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: 05/06/2003

2. Name and address of receiving party(ies)

Name: DZ Tradeing, Ltd.

Internal Address:

Street Address: 110 E. 9th Street

City: Los Angeles State: CA Zip: 90079

- 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,332,266; 1737688

1,429,352; 1,612,987; 1,693,177

Additional number(s) attached Yes No

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

Name: Alan I. Cyrllin

Internal Address: Wasserman, Comden, Casselman & Pearson, LLP

Street Address: 5567 Reseda Blvd., Suite 330

City: Tarzana State: CA Zip: 91357-7033

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$ 140

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

2003 SEP 29 PM 1:10 OPR/FINANCE

10/01/2003 00000130-1332266

DO NOT USE THIS SPACE

9. Signature. 40.00 OP 100.00 OP

Alan I. Cyrllin Name of Person Signing

Signature

09/21/2003 Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK REEL: 002835 FRAME: 0550

ASSIGNMENT OF TRADEMARKS

For good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, PINE STATE KNITWEAR, INC., a North Carolina corporation with an address of 630 W. Independence Blvd., Mount Airy, North Carolina 27030 ("ASSIGNOR"), does hereby transfer, convey, and assign to DZ TRADING, LTD., a California corporation with an address of 110 E. 9th Street, #A1103, Los Angeles, California 90079 ("ASSIGNEE"), all rights, title, and interest held or owned by ASSIGNOR, both foreign and domestic, in and to the following marks (the "Marks"):

1. "CARMEL," IC 025; US 039 (G & S: men's, women's, and children's sportswear, namely, sweaters), and all U.S. Federal and State Trademark Registrations or Applications therein, including, but not limited to, Federal Trademark Registration Number 1,332,266;

2. "CHELSEA GARDENS," IC 025; US 039 (G&S: ladies' sweaters), and all U.S. Federal and State Trademark Registrations or Applications therein, including, but not limited to, Federal Trademark Registration Number 1,737,688;

3. "PINE STATE," IC 025; US 039 (G&S: men's, women's and children's sportswear, namely sweaters), and all U.S. Federal and State Trademark Registrations or Applications therein, including, but not limited to, Federal Trademark Registration Number 1,429,352;

4. "PINNACLE," IC 025; US 039 (G&S: men's, women's, and children's sportswear, namely, sweaters), and all U.S. Federal and State Trademark Registrations or Applications therein, including, but not limited to, Federal Trademark Registration Number 1,612,987; and

5. "SHENANDOAH," IC 025; US 039 (G&S: clothing, namely, sweaters), and all U.S. Federal and State Trademark Registrations or Applications therein, including, but not limited to, Federal Trademark Registration Number 1,693,177;

together with the goodwill in the business symbolized by the Marks. ASSIGNOR expressly acknowledges that henceforth ASSIGNEE is the exclusive owner of the Marks and the goodwill that they represent, and ASSIGNOR, its agents, successors, and assigns shall not contest or oppose ASSIGNEE's rights in the Marks either directly or indirectly by any means whatsoever, including, but not limited to, litigation, arbitration, mediation, administrative agency action, or the threat thereof. In addition, ASSIGNOR hereby expressly agrees to refrain from using the Marks or any confusingly similar marks in the future, except as such use may be licensed, in writing, by ASSIGNEE to ASSIGNOR.

ASSIGNOR expressly agrees to execute any other documents, and take all other actions, necessary to complete or facilitate the assignment provided for herein, including, without limitation, filing a Recordation Form Cover Sheet with the United States Patent and Trademark Office as may be necessary or appropriate for this assignment of the Marks, and signing and filing appropriate documentation in foreign jurisdictions to effect the assignment of registrations or applications of the Marks in those jurisdictions.

IN WITNESS WHEREOF, the Assignor has executed this Assignment this 6 day of May, 2003.

"ASSIGNOR:"

PINE STATE KNITWEAR, INC., A North Carolina Corporation

By: *Lindsay Holcomb*
Name: Lindsay Holcomb
Title: President

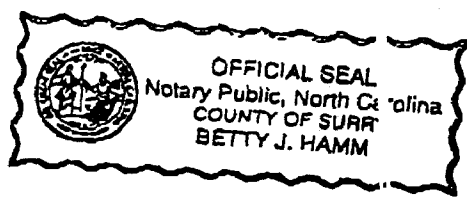
STATE OF NC

COUNTY OF Surry

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On May 6, 2003, before me, Betty J. Hamm a Notary Public in and for said County and State, personally appeared Lindsay Roberts personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) (is/are) subscribed to the within instrument, and acknowledged to me that (he/she/they) executed the same in (his/her/their) authorized capacity(ies), and that by (his/her/their) signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Betty J. Hamm
Notary Public in and for said County and State