

JENNISON & SHULTZ PC
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Tab settings ⇨ ⇨ ⇨ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Bernard Chau, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Correction of type of conveyance
(should be security interest not assignment)
- Merger
- Change of Name

Execution Date: for document recorded 11/07/2002
on Reel 2611 at FFrame 816.

2. Name and address of receiving party(ies):

Name: The CIT Group/Commercial Services, Inc

Internal Address: _____

Street Address: 1211 Avenue of the Americas

City: New York State: NY ZIP: 10036

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

1,268,658	2,142,502
1,286,105	2,418,302
1,344,543	2,674,804

Additional numbers attached? Yes No

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

Name: Kathryn Jennison Shultz

Internal Address: Jennison & Shultz, P.C.

Street Address: Crystal Plaza #1, Suite 1102
2001 Jefferson Davis Highway

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: _____

6

7. Total fee (37 CFR 3.41):..... \$ 165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

503210

(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.

Kathryn Jennison Shultz

Name of Person Signing



Signature

November 12, 2004

Date

Total number of pages comprising cover sheet:

1

CH \$165.00 503210 1268658

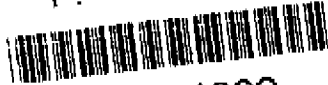
FORM PTO-1694
1-31-92

RECORDATION

SHEET U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

11/702

11-07-2002



102274899

Tab settings =>=>=>

To the Honorable Commissioner of Pa

attached original documents or copy thereof.

1. Name of conveying party(ies):
 Bernard Chau, Inc.
 530 Seventh Avenue
 New York, New York 10018

11-7-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: New York
 Other _____

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

2. Name and address of receiving party(ies):
 Name: The CIT Group/Commercial Services, Inc.
 Internal Address: _____
 Street Address: 1211 Avenue of the Americas
 City: New York State: NY ZIP: 10036

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 Other _____

3. Nature of conveyances:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: September 27, 2002

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.(s)
 SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)
 SEE ATTACHED SCHEDULE A

Additional numbers attached? Yes No

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

Name: _____

FEDERAL RESEARCH

1030 Fifteenth Street, NW, Suite 920
 Washington, DC 20005

City: _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41): \$ 90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(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

Francella H. Ashby November 5, 2002
 Name of Person Signing Signature Date

Total number of pages including coversheet, attachments and document: 5

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

11/08/2002 BT0N11 00000058 2418302

01 FC:8521

40.00 OP

0R022

150.00 OP

TRADEMARK
 REEL: 002611 FRAME: 0816
 TRADEMARK
 REEL: 002978 FRAME: 0169

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated September 27, 2002, by and between Bernard Chaus, Inc. and The CIT Group/Commercial Services, Inc.

REGISTRATION NO. OR APPLICATION NO.	REGISTRATION OR FILING DATE	MARK
CHAUS & CO.		Pending
JOSEPHINE CHAUS	January 2, 2001	2418302
CHAUS	March 10, 1998	2142502
J. CHAUS		Pending
CHAUS SPORT	November 3, 1992	1729446
CHAUS SPORT		Pending
MS. CHAUS	June 25, 1985	1344543
CHAUS WOMAN	July 17, 1984	1286105
CHAUS	February 28, 1984	1268658
JOSEPHINE	July 7, 1981	1160142

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Bernard Chaus, Inc., a corporation formed under the laws of Delaware, located at 530 Seventh Avenue, New York, New York 10018 ("Company"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, the Company is obligated to The CIT Group/Commercial Services, Inc. ("CIT"), as agent for the lenders ("Agent") and CIT and the other financial institutions as lenders (the "Lenders") pursuant to (i) a certain Financing Agreement, dated the date hereof, between the Lenders and the Company and (ii) a certain Grant of Security Interest in Patents, Trademarks and Licenses, dated the date hereof, made by the Company in favor of the Lenders (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, the Company is granting to the Lenders a security interest in certain of the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby assign unto the Lenders and grant to the Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof; provided, however, that notwithstanding anything herein to the contrary, any security interest in the trademark, trade name, logo and/or word "Josephine" is subject to that certain Agreement by and between QVC, Inc. ("QVC") and the Company dated as of July 17, 2002.

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 26th day of September, 2002, before me personally came Nicholas DiPaolo, to me known, who, being by me duly sworn, did depose and say that ~~he~~ is the Chief Operating Officer of Bernard Chaus, Inc., the corporation described in and which executed the foregoing instrument; and that ~~he~~ signed ~~her~~ his name thereto by order of the board of directors of said corporation.

Francella H. Ashby
Notary Public

FRANCELLA H. ASHBY
Notary Public, State Of New York
No. 01AS5053925
Qualified In New York County
Commission Expires Jan. 2, 2006

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

*The CIT Group
Commercial Services, Inc.*

On this 26th day of September, 2002, before me personally came John M. Szwalko, to me known, who, being by me duly sworn, did depose and say that ~~he~~ is the Vice President of ~~Bernard Chaus, Inc.~~, the company described in and which executed the foregoing instrument; and that ~~he~~ was authorized to sign ~~her~~ his name thereto on behalf of said company.

Francella H. Ashby
Notary Public

FRANCELLA H. ASHBY
Notary Public, State Of New York
No. 01AS5053925
Qualified In New York County
Commission Expires Jan. 2, 2006

The Company expressly acknowledges and affirms that the rights and remedies of the Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
September 27, 2002

Witness:

BERNARD CHAUS, INC.

Tranella H. Ashby

By: Nick DiPaolo
Name: Nicholas DiPaolo
Its: Chief Operating Officer

Witness:

THE CIT GROUP/COMMERCIAL SERVICES,
INC., AS AGENT

Tranella H. Ashby

By: Jill Furdell
Name: Jill Furdell
Its: Vice President