

Form PTO-1594 (Rev. 06/04)  
 OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE  
 United States Patent and Trademark Office

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p><b>1. Name of conveying party(ies)/Execution Date(s):</b></p> <p>GFSI, Inc.                  9700 Commerce Parkway                  Lenexa, KS 66219</p> <p> <input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State Delaware  <input type="checkbox"/> Other _____</p> <p>Citizenship (see guidelines) <u>Delaware Corp.</u></p> <p>Execution Date(s) <u>October 25, 2004</u></p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p><b>2. Name and address of receiving party(ies)</b> <input type="checkbox"/> Yes                  Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> No</p> <p>Name: <u>Barnes &amp; Noble Booksellers, Inc.</u>                  Internal Address: _____                  Street Address: <u>122 Fifth Avenue</u>                  City: <u>New York, _____</u>                  State: <u>New York</u>                  Country: <u>USA</u> Zip: <u>10011-5602</u></p> <p> <input type="checkbox"/> Association Citizenship _____  <input type="checkbox"/> General Partnership Citizenship _____  <input type="checkbox"/> Limited Partnership Citizenship _____  <input checked="" type="checkbox"/> Corporation Citizenship <u>Delaware</u>  <input type="checkbox"/> Other _____ Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                  (Designations must be a separate document from assignment)</p>
<p><b>3. Nature of conveyance:</b></p> <p> <input checked="" type="checkbox"/> Assignment                      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement              <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p>	<p><b>4. Application number(s) or registration number(s) and identification or description of the Trademark.</b></p> <p>A. Trademark Application No.(s) _____</p> <p>B. Trademark Registration No.(s)  <u>2767537</u></p> <p style="text-align: right;">Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p><b>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):</b></p> <p><u>YIKES</u></p>	
<p><b>5. Name &amp; address of party to whom correspondence concerning document should be mailed:</b></p> <p>Name: <u>Lawrence A. Swain</u>                  Internal Address: _____  <u>Shughart Thomson &amp; Kilroy, P.C.</u>                  Street Address: <u>9225 Indian Creek Pkwy.</u>  <u>Suite 1100</u>                  City: <u>Overland Park</u>                  State: <u>Kansas</u> Zip: <u>66210</u>                  Phone Number: <u>913-451-3355</u>                  Fax Number: <u>913-451-3361</u>                  Email Address: <u>lswain@stklaw.com</u></p>	<p><b>6. Total number of applications and registrations involved:</b> <span style="border: 1px solid black; padding: 2px 10px;">1</span></p> <p><b>7. Total fee (37 CFR 2.6(b)(6) &amp; 3.41)</b> \$ <u>40.00</u></p> <p> <input type="checkbox"/> Authorized to be charged by credit card  <input checked="" type="checkbox"/> Authorized to be charged to deposit account  <input type="checkbox"/> Enclosed</p>
<p><b>8. Payment Information:</b></p> <p>a. Credit Card Last 4 Numbers _____                  Expiration Date _____</p> <p>b. Deposit Account Number <u>12-1660</u>                  Authorized User Name <u>Shughart Thomson &amp; Kilroy, P.C.</u></p>	
<p><b>9. Signature:</b> <u>Lawrence A. Swain</u> <span style="float: right;"><u>1-18-05</u></span>                  _____                  Signature <span style="float: right;">Date</span></p> <p style="text-align: center;">Lawrence A. Swain</p> <p style="text-align: center;">Name of Person Signing</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px 10px;">3</span></p>	

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:  
 Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1460

CH \$40.00 121660 2767537

**ASSIGNMENT OF TRADEMARK**

WHEREAS, GFSI, Inc., a Delaware corporation, 9700 Commerce Parkway, Lenexa, Kansas 66219, (the "Assignor"), has adopted, used, is using and owns the following trademark (the "Mark"), which is now registered in the United States Patent and Trademark Office:

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>DATE OF REGISTRATION</u>
YIKES	2,767,537	September 23, 2003

WHEREAS, Barnes & Noble Booksellers, Inc., a Delaware corporation, 122 Fifth Avenue, New York, New York 10011-5602, (the "Assignee"), is desirous of acquiring the Mark and the registration thereof;

NOW, THEREFORE, for the consideration of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns unto Assignee all of its right, title and interest in the United States in and to the Mark together with the goodwill of the business symbolized by the Mark, and the registration thereof.


FURTHERMORE, the parties agree that the effective date of this assignment shall be October 6, 2004.

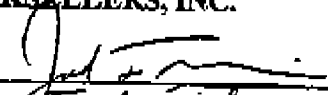
**ASSIGNOR:**

**ASSIGNEE:**

**GFSI, INC.**

**BARNES & NOBLE BOOKSELLERS, INC.**

By   
 Name Larry D. Graveel  
 Title President  
 Date 10/23/04

By   
 Name Joel Friedman  
 Title VP General merchandise  
 Date 10-21-04