

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Victoria's Secret Stores, LLC		07/30/2005	Limited Liability Company: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Victoria's Secret Stores Brand Management, Inc.
<b>Street Address:</b>	Four Limited Parkway
<b>City:</b>	Reynoldsburg
<b>State/Country:</b>	OHIO
<b>Postal Code:</b>	43068
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 144**

Property Type	Number	Word Mark
Serial Number:	78589063	21ST CENTURY TECHNOLOGY. 21ST CENTURY SEXY.
Serial Number:	78607931	80
Serial Number:	78611741	80
Serial Number:	78607941	86
Serial Number:	78611746	86
Registration Number:	2690609	A BODY FOR EVERYBODY
Registration Number:	2296187	ALL AN ILLUSION
Registration Number:	2577863	ALL YOU SEE IS CURVES
Registration Number:	2636971	ALMOST NAKED
Serial Number:	78505482	AMBER ROMANCE
Serial Number:	78104881	ANGEL BRIDE
Registration Number:	2293607	ANGELS 2000
Serial Number:	78400809	ANGELS ACROSS AMERICA
Serial Number:	76247166	AURA BEAUTY

OP \$3615.00 78589063

Serial Number:	78091414	AURA LUXURIES
Serial Number:	76260578	AURA LUXURIES
Serial Number:	76260579	AURA PURE
Serial Number:	76249309	AURA SCIENCE
Registration Number:	2760429	AURA SCIENCE LABORATORIES
Serial Number:	78099385	AURA SCIENCE LABORATORIES
Registration Number:	2754375	AURASENSE
Registration Number:	2744995	AURA SURGE
Serial Number:	78316244	BACK IN MY ARMS
Serial Number:	78479393	BACKSTAGE SEXY
Serial Number:	78285646	BALMY DAYS
Registration Number:	2669964	BALMY NIGHTS
Serial Number:	78319856	BARE ATTITUDE
Registration Number:	2474551	BARE ATTITUDE
Serial Number:	78345343	BARE FANTASY
Serial Number:	78345354	BARE TEMPTATION
Serial Number:	78547526	BAREFOOT IN THE PARK
Serial Number:	78547521	BAREFOOT IN THE SAND
Registration Number:	2560177	BARELY DRESSED
Serial Number:	78303613	BASIC INSTINCT
Registration Number:	2843566	BASIC INSTINCT
Registration Number:	2947951	BASIC INSTINCT
Registration Number:	2660487	BAT YOUR LASHES
Registration Number:	2528584	BE GENTLE
Serial Number:	78313766	BE MY CUTI
Serial Number:	78588733	BE SMOOTH
Serial Number:	78285656	BEAUTIFULLY RADIANT FACE WASH
Serial Number:	78501819	BEAUTY CAN SAVE THE WORLD
Registration Number:	2770350	BEAUTY EVOLVED
Serial Number:	78658549	BEAUTY RUSH
Serial Number:	78241052	BEDROOM SEXY
Serial Number:	78604554	BEGUILING
Registration Number:	2955743	BITTEN BY LOVE
Serial Number:	78524383	BLACK FISHNETS
Registration Number:	2833345	BLISSFUL MOMENT

Serial Number:	78547547	BLOWING KISSES
Registration Number:	2841860	BLOWING KISSES
Serial Number:	78090113	BLUSHINGSKIN COMPLEX
Registration Number:	2589066	BODY BARE
Serial Number:	78684649	BODY MATCH
Serial Number:	78122960	BODY MATCH
Registration Number:	2841855	BODY REWARDS
Serial Number:	75923832	BODYFLEX
Registration Number:	2772014	BODYFLEX
Registration Number:	2843885	BOXSIES
Registration Number:	2765359	BREATHLESS
Serial Number:	78362891	BREATHLESS
Registration Number:	2762373	BREATHLESS
Serial Number:	78218509	BREATHLESS FOR HER
Serial Number:	78218503	BREATHLESS FOR HIM
Registration Number:	2705219	BRUSH WITH BEAUTY
Registration Number:	2298327	BRUSH WITH GREATNESS
Serial Number:	78313747	BUTT, I LOVE YOU
Serial Number:	78524541	CANDLELIT DINNER
Serial Number:	78081839	CHAMPAGNE AT TWILIGHT
Registration Number:	2931036	COLOR DRENCHED
Registration Number:	2940182	COLOR DRENCHED
Registration Number:	2909289	COME CLEAN
Serial Number:	78346803	COME CLEAN
Serial Number:	78650176	COMMIT A CHOCOLATE SIN
Serial Number:	78148361	COVER STORY
Registration Number:	2444999	CURL & SHINE
Registration Number:	2667059	CUTICLE CUSHIONER
Registration Number:	2300097	DASH ME A LINE
Serial Number:	78547534	DOUBLE ENTENDRE
Serial Number:	78615663	DRAPE ME IN SATIN
Registration Number:	2300099	DRAW ME A LINE
Registration Number:	2300101	DREAM DUST
Serial Number:	78547519	EASY COME EASY GO
Serial Number:	78523838	ENCHANTED EMOTION

Registration Number:	1697308	ENCOUNTER
Serial Number:	78620868	ENCOUNTER
Serial Number:	78545243	ENDLESS LOVE
Serial Number:	78604572	ENTHRALL
Serial Number:	78617742	ENTHRALLED
Serial Number:	78688764	EVERYDAY EMBRACE
Registration Number:	2667339	EXOTIC SANDS
Serial Number:	78524324	EYELET CORSET
Serial Number:	78650196	FABULOUSLY FULL
Serial Number:	78081279	FALLEN ANGEL
Serial Number:	78650188	FAMOUSLY FULL
Serial Number:	78650146	FETCHING SWEETS
Serial Number:	78140619	FIRST NIGHT
Registration Number:	2722093	FIX ME UP
Serial Number:	78104885	FORBIDDEN ANGEL
Serial Number:	78345387	FORBIDDEN FANTASY
Serial Number:	78137587	FOREVER ROMANCE
Serial Number:	78215198	FOREVER SEXY
Serial Number:	78225140	FULL FRONTAL
Registration Number:	2388717	FULL MANICURE
Registration Number:	2491516	GENTLE AFFECTION
Registration Number:	2534864	GENTLE COMFORT
Registration Number:	2532971	GENTLY POLISHED
Registration Number:	2681720	GET IT RIGHT
Serial Number:	78622071	GIVE ME FIZZ
Serial Number:	78525312	GIVE ME SEXY
Serial Number:	78313698	GIVE ME YOUR HAND
Serial Number:	78241028	GLAMOUR
Registration Number:	2376369	GLAMOUR SHEERS
Registration Number:	2369775	GLOSSY SMOOTH
Serial Number:	78652342	GLOWSEXY
Registration Number:	2821802	GRACE, AWAKENED
Serial Number:	78284374	GREAT BODY
Registration Number:	816730	HAND IN HAND
Serial Number:	78091195	HAND IN HAND

Serial Number:	78313699	HAND ME YOUR HEART
Registration Number:	2675508	HANKY PINKY
Serial Number:	78650135	HEART SMACKERS
Registration Number:	2865764	HEART, AWAKENED
Registration Number:	2602119	HIDDEN ASSETS
Serial Number:	78620852	HIDDEN FIRE
Serial Number:	78082668	HIGH HEELS
Serial Number:	78097176	HIS SECRET
Registration Number:	2789227	HOLD ME BACK
Serial Number:	78148369	HOLD THAT LINE
Registration Number:	2669979	HOLD, PLEASE
Registration Number:	2646977	HOLIDAYSECRETS
Serial Number:	78604591	HONEY DRENCH
Serial Number:	76033647	HOT PINK
Serial Number:	78612524	HUNGER
Registration Number:	2339399	HYDRO-VITAMIN LIPSTICK
Serial Number:	78316221	I MIST YOU SO MUCH
Serial Number:	78316223	I REALLY MIST YOU
Serial Number:	78313696	I'M ALL LEGS
Serial Number:	78481549	INDELICOLOR TECHNOLOGY
Serial Number:	78527467	INTRIGUE, AWAKENED
Serial Number:	78491744	IPEX
Registration Number:	2254449	ISLAND NECTARS
Serial Number:	78454817	IT LIPS
Registration Number:	2654913	IT'S A CURL

**CORRESPONDENCE DATA**

Fax Number: (212)935-5728  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 212-935-5700  
Email: email@colucci-umans.com  
Correspondent Name: Frank J. Colucci  
Address Line 1: 218 East 50th Street  
Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Frank J. Colucci
Signature:	/FJC/

Date:

08/29/2005

Total Attachments: 2

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## **ASSIGNMENT**

WHEREAS, Victoria's Secret Stores, LLC, a Delaware limited liability company, located and doing business at Four Limited Parkway, Reynoldsburg, Ohio 43068 (herein "Assignor"), is the owner of and has adopted and is using the trademarks and service marks set forth in Exhibit A attached hereto (the "Marks"), and is the record owner of the applications and registrations therefor; and

WHEREAS, Victoria's Secret Stores Brand Management, Inc., a Delaware corporation, located and doing business at Four Limited Parkway, Reynoldsburg, Ohio 43068 (herein "Assignee"), is desirous of acquiring said Marks and the applications and registrations therefor;

NOW, THEREFORE, in consideration of the above recitals, which are incorporated herein by this reference and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title, and interest in and to the said Marks and the applications and registrations therefor together with the goodwill of the business symbolized by the Marks, including the right to apply for and maintain trademark and service mark applications and registrations worldwide for the Marks and any variations thereof.

IN WITNESS WHEREOF, Assignor has executed this Assignment as of this 30<sup>th</sup> day of July, 2005.

Victoria's Secret Stores, LLC

By Sara A. Klein

Sworn to and subscribed before me  
this 30<sup>th</sup> day of July, 2005

Sara J. Martin  
Notary Public



SARA J. MARTIN  
Notary Public, State of Ohio  
My Commission Expires 11-08-05

Victoria's Secret Stores Brand Management, Inc.

By James M. Russo

Sworn to and subscribed before me  
this 30<sup>th</sup> day of July, 2005

Sara J. Martin  
Notary Public



SARA J. MARTIN  
Notary Public, State of Ohio  
My Commission Expires 11-08-05