

**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
Fabric Editions, Ltd.		10/17/2005	CORPORATION: MASSACHUSETTS

**RECEIVING PARTY DATA**

<b>Name:</b>	Fabric Editions LLC, f/k/a FE Acquisition LLC
<b>Street Address:</b>	7025 Augusta Road
<b>City:</b>	Greenville
<b>State/Country:</b>	SOUTH CAROLINA
<b>Postal Code:</b>	29605
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: SOUTH CAROLINA

**PROPERTY NUMBERS Total: 16**

Property Type	Number	Word Mark
Registration Number:	2960130	QUILTER'S PALETTE
Registration Number:	2811445	THE QUILT COLLECTION
Registration Number:	2744326	MAKINGS THE START OF SOMETHING GREAT
Registration Number:	2822116	FABRIC EDITIONS LTD.
Registration Number:	2697364	QUILT BLOCKS
Registration Number:	2701983	QUILTBLOCK QUARTERS QBQ
Registration Number:	2793709	QUARTER FLATS
Registration Number:	2321197	A PROJECT BY CREATIVE KITS
Serial Number:	78622603	FABRIC PALETTE FOR THE ARTIST IN YOU!
Serial Number:	78657583	DESIGN BY THE PIECE
Serial Number:	78657573	DESIGN BY THE PIECE
Serial Number:	78511891	POSIES ART TO WEAR
Serial Number:	78502838	FLEECE BY THE PIECE

OP \$415.00 2960130

Serial Number:	78484218	STITCHIN' KIDZ
Serial Number:	78436807	FABRIC PALETTE
Serial Number:	78400764	QUILT SIMPLY!

**CORRESPONDENCE DATA**

Fax Number: (440)992-9114

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Email: rellis@warrenyoung.com

Correspondent Name: Ryan M. Ellis

Address Line 1: 134 West 46th Street, P.O. Box 2300

Address Line 2: Warren and Young PLL

Address Line 4: Ashtabula, OHIO 44005-2300

NAME OF SUBMITTER:	Ryan M. Ellis
Signature:	/Ryan M. Ellis/
Date:	12/19/2005

**Total Attachments: 3**

source=Assignment of Trademarks#page1.tif

source=Assignment of Trademarks#page2.tif

source=Assignment of Trademarks#page3.tif

## ASSIGNMENT OF TRADEMARKS

For One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, FABRIC EDITIONS, LTD., a Massachusetts Corporation registered to do business in South Carolina (hereinafter "Assignor"), hereby sells, assigns, transfers, grants, releases, and quit-claims to FE ACQUISITION LLC, a South Carolina Limited Liability Company, its successors, assigns, or other legal representatives or designees (hereinafter "Assignee"), Assignor's entire rights, title, and interest in and to the trademarks listed on Schedule A attached hereto, together with the portion of the business pertaining to the trademarks and including the goodwill of the business associated with and symbolized by said trademarks, and any applications and registrations therefor (hereinafter "Marks").

Assignor agrees that, at the request of Assignee, Assignor will, without additional consideration, execute any documents deemed necessary by Assignee:

- (a) to vest all rights, title, and interest in the Marks in Assignee or any party designed by Assignee; and
- (b) to enable Assignee to seek, register, maintain, or enforce rights in the Marks anywhere in the world, to the extent Assignor is able to do so.

Assignor further sells, assigns, transfers, grants, releases, and quit-claims to Assignee, its successors, assigns, or other legal representatives or designees, any and all claims for damages by reason of past, present, or future infringement of said Marks, and the right to sue for and collect the same for its own use and benefit and that of its successors, assigns, or other legal representatives or designees.

This Agreement is executed pursuant to the Asset Purchase Agreement between the parties dated October 17, 2005.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment of Trademarks effective as of this 17 day of October, 2005.

Assignor

FABRIC EDITIONS, LTD.

By: 

Name: Deborah J. Scott

Title: President



**SCHEDULE A**

	<b>Serial Number</b>	<b>Reg. Number</b>	<b>Word Mark</b>
1	78622603		FABRIC PALETTE FOR THE ARTIST IN YOU!
2	78657583		DESIGN BY THE PIECE
3	78657573		DESIGN BY THE PIECE
4	78511891		POSIES ART TO WEAR
5	78502838		FLEECE BY THE PIECE
6	78484218		STITCHIN' KIDZ
7	78436807		FABRIC PALETTE
8	78400764		QUILT SIMPLY!
9	76419776	2960130	QUILTER'S PALETTE
10	76419746	2811445	THE QUILT COLLECTION
11	76354767	2744326	MAKINGS THE START OF SOMETHING GREAT
12	76354766	2822116	FABRIC EDITIONS LTD.
13	76343492	2697364	QUILT BLOCKS
14	76343481	2701983	QUILTBLOCK QUARTERS QBQ
15	76343480	2793709	QUARTER FLATS
16	75622266	2321197	A PROJECT BY CREATIVE KITS