

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	02/14/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
NC Sixth LLC		02/14/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Retail Royalty Company
Street Address:	101 Convention Center Drive
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89109
Entity Type:	CORPORATION: NEVADA

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Serial Number:	78696571	AERIE
Serial Number:	78752068	AERIE
Serial Number:	78225374	AERIE

**CORRESPONDENCE DATA**

Fax Number: (513)241-6234  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (513)241-2324  
 Email: bdietrich@whepatent.com  
 Correspondent Name: Sarah Otte Graber  
 Address Line 1: 2700 Carew Tower, 441 Vine Street  
 Address Line 4: Cincinnati, OHIO 45202-2917

ATTORNEY DOCKET NUMBER:	RVI-843
NAME OF SUBMITTER:	Sarah Otte Graber

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Signature:	/Sarah O. Graber/
Date:	02/15/2006
Total Attachments: 2 source=Assignment#page1.tif source=Assignment#page2.tif	

**ASSIGNMENT**

NC Sixth LLC, a limited liability company organized and existing pursuant to the laws of the State of Delaware, U.S.A., located at 2711 Centerville Road, Suite 400, Wilmington, Delaware, 19808, U.S.A., hereinafter "Assignor," through the activities of itself and/or its licensee(s) and/or related company(ies), has a bona fide intention to use the marks listed below ("Marks") in interstate commerce in the U.S.A. in connection with the sale of various goods and services, and has filed applications identified below, on the dates and for the goods and services in the International Classes indicated, with the United States Patent and Trademark Office under Section 1(b) of the Trademark Act, based on its bona fide intent to use the Marks in commerce in connection with said goods and services, but with respect to said applications, an allegation of use of the Marks under Section 1(c) or 1(d) of the Trademark Act has not yet been filed for any of the Marks.

<u>Mark</u>	<u>U.S.A. Application Serial No.</u>	<u>Filing Date</u>	<u>International Classes</u>
AERIE	78/696,571	8/19/05	14, 18, 25, and 35
AERIE	78/752,068	11/11/05	36
AERIE	78/225,374	3/13/03	3

Retail Royalty Company, a corporation organized and existing pursuant to the laws of the State of Nevada, U.S.A., located at 101 Convention Center Drive, Las Vegas, Nevada 89109, U.S.A., hereinafter "Assignee," is acquiring the aforesaid Marks and applications and the entire business or portion thereof to which the Marks pertain as required by 15 U.S.C. §1060.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee its

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entire right, title and interest in and to the aforesaid marks and the above-identified applications as part of the entire business or portion thereof to which the Marks pertain as required by 15 U.S.C. §1060. This assignment is effective as of October 1, 2005.

Dated: February 14, 2006

NC SIXTH LLC

By Neil Butman Jr

Printed Name Neil Butman Jr

Title VP

RETAIL ROYALTY COMPANY

By Irwin A. Gain

Printed Name IRWIN A. GAIN

Title President