

# 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:	04/06/2006		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GM DESIGN GROUP LTD.	FORMERLY GARFIELD & MARKS DESIGN LTD.	04/06/2006	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	GMAC COMMERCIAL FINANCE LLC		
Street Address:	1290 Avenue of the Americas		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10104		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	2480290	WOMYN	
Registration Number:	1279932	PLEIN AIR	
Registration Number:	2454414	ALEX GARFIELD GARFIELD & MARKS	
Registration Number:	2686159	GARFIELD & MARKS	
Registration Number:	2603581	GMDG GM DESIGN GROUP	
Registration Number:	2638817	CLOTHES THAT FIT YOUR LIFE	
Registration Number:	2698611	RYAN SCOTT	
Registration Number:	2867216	ENOUGH ABOUT ME	
Registration Number:	2922044	OPTIONS GARFIELD & MARKS	
Registration Number:	2901795	BY WOMYN	
CORRESPONDENCE DATA			

CH \$265.00 2480290

Fax Number: (212)262-5152

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

Phone: 212-977-9700

Email: bfishkin@phillipsnizer.com

Correspondent Name: Barry H. Fishkin

Address Line 1: 666 Fifth Avenue

Address Line 2: Phillips Nizer LLP

Address Line 4: New York, NEW YORK 10103

ATTORNEY DOCKET NUMBER:

82190/001

NAME OF SUBMITTER:

Barry H. Fishkin

Signature:

/Barry H. Fishkin/

Date:

04/12/2006

Total Attachments: 3

source=Assignment of Trademark - GM Design1#page1.tif

source=Assignment of Trademark - GM Design1#page2.tif

source=Assignment of Trademark - GM Design1#page3.tif

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT is made as of April 6, 2006 by GM DESIGN GROUP LTD., a New York corporation ("Assignor"), formerly known as GARFIELD & MARKS DESIGNS, LTD., having its principal place of business at 525 Seventh Avenue, Seventh Floor, New York, New York 10018 to GMAC COMMERCIAL FINANCE LLC, a Delaware limited liability company ("Assignee") having its principal place of business at 1290 Avenue of the Americas, New York, New York 10104.

WITNESSETH:

WHEREAS, Assignor has adopted, used and is using and is the owner of the entire right, title and interest in and to the trademarks, trade names, terms, designs and applications therefor described in Exhibit A annexed hereto and made a part hereof (individually and collectively, the "Trademarks");

WHEREAS, on the date hereof, Assignor transferred all of its right, title and interest in the Trademarks and the goodwill associated therewith and related assets to Assignee;

WHEREAS, Assignor and Assignee want to confirm and evidence the assignment and transfer of the Trademarks by Assignor to Assignee by this instrument;

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency which is hereby acknowledged, Assignor does hereby assign and transfer, and confirm the assignment and transfer to Assignee of, all right, title and interest of Assignor in, to and under any of the Trademarks and any registrations and applications therefor, together with the goodwill symbolized by such Trademarks for its own use and the use of its successors, assigns or other legal representatives.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be signed on its behalf by a duly authorized officer as of the date and year first above written.

GM DESIGN GROUP LTD.

By: 

Title: VP of Finance

STATE OF NEW YORK     )  
                                  ) ss.:  
COUNTY OF NEW YORK    )

On this 6th day of April, 2006, before me personally came Richard Rao, to me known, who being duly sworn, did depose and say, that he is the VP-Finance of GM Design Group Ltd., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the Board of Directors of said corporation.

  
\_\_\_\_\_  
Notary Public

RONALD CARLTON  
Notary Public, State of New York  
No. 01CA4841982  
Qualified in Kings County  
Commission Expires June 30, 2027

EXHIBIT A to  
ASSIGNMENT OF TRADEMARKS

<b>Trademark</b>	<b>Registration Number</b>	<b>Registration Date</b>
Womyn	2480290	August 21, 2001
Plein Air	1279932	May 29, 1984
Alex Garfield Garfield & Marks	2454414	May 29, 2001
Garfield & Marks	2686159	February 11, 2003
GMDG GM Design Group	2603581	August 6, 2002
Clothes That Fit Your Life	2638817	October 22, 2002
Ryan Scott	2698611	March 18, 2003
Enough About Me	2867216	July 27, 2004
Options Garfield & Marks	2922044	February 1, 2005
by Womyn	2901795	November 9, 2004