

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Jump Apparel Co., Inc.		03/27/2006	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Capital Factors LLC		
<b>Street Address:</b>	1700 Broadway		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10019		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1977604	JUMP	
<b>Serial Number:</b>	78487134	JUMP	
<b>Serial Number:</b>	78650096	JUMP JEANS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(866)826-5420		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	3016380511		
<b>Email:</b>	ipresearchplus@comcast.net		
<b>Correspondent Name:</b>	IP Research Plus, Inc.		
<b>Address Line 1:</b>	21 Tadcaster Circle		
<b>Address Line 2:</b>	Attn: Penelope J.A. Agodoa		
<b>Address Line 4:</b>	Waldorf, MARYLAND 20602		
<b>NAME OF SUBMITTER:</b>	Penelope J.A. Agodoa		
<b>Signature:</b>	/pja/		

CH \$90.00 1977604

Date:

06/05/2006

Total Attachments: 4

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TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, JUMP APPAREL CO., INC., a corporation formed under the laws of New York, located at 1400 Broadway, New York, New York 10018 ("Client"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Client is obligated to CAPITAL FACTORS LLC ("Factor") pursuant to (i) a certain Factoring Agreement dated as of the date hereof between Client and Factor (as may be amended, modified, restated or supplemented from time to time, the "Factoring Agreement") and (ii) a certain Trademark Collateral Security Agreement dated as of the date hereof by Client in favor of Factor (as may be amended, modified, restated or supplemented from time to time, the "Trademark Agreement", and collectively with the Factoring Agreement, the "Agreements"); and

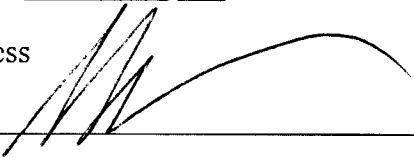
WHEREAS, pursuant to the Agreements, Client is granting to Factor a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Client does hereby assign unto Factor and grant to Factor a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all of the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Client expressly acknowledges and affirms that the rights and remedies of Factor with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York  
March 27, 2006

Witness

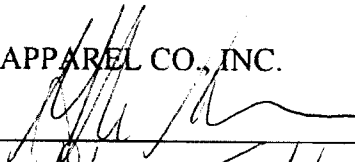


JUMP APPAREL CO., INC.

By:

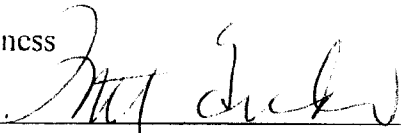
Name:

Title:



Glenn Schlossberg  
President

Witness

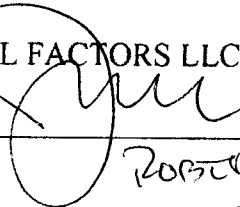


CAPITAL FACTORS LLC

By:

Name:

Title:



ROBERT G. CO  
SR

SCHEDULE A

Trademarks

<u>MARK</u>	<u>COUNTRY</u>	<u>REGISTRATION/ APPLICATION NO.</u>	<u>REGISTRATION/ FILING DATE</u>
JUMP	U.S.A.	1977604	06/04/96
JUMP	U.S.A.	78487134	09/21/04
JUMP JEANS	U.S.A.	78650096	06/14/05

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00000033333  
03/22/2006 lh

**TRADEMARK**  
**REEL: 003321 FRAME: 0666**

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

On this 27 day of March 2006, before me personally came Glenn Schlossberg, to me known, who, being by me duly sworn, did depose and say that he is the President of Jump Apparel Co., Inc., 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

LOUKIA HARRIS  
Notary Public, State of New York  
No. 01HA4995575  
Qualified in Nassau County  
Commission Expires April 27, 2006

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

On this 27 day of March, 2006, before me personally came Robert Grbick, to me known, who, being by me duly sworn, did depose and say that he is the SVP of Capital Factors LLC, the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.



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

LOUKIA HARRIS  
Notary Public, State of New York  
No. 01HA4995575  
Qualified in Nassau County  
Commission Expires April 27, 2006