

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ocean Pacific Apparel Corp.		11/06/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	OP Holdings LLC
Composed Of:	COMPOSED OF OP Holdings and Management Corp.
Street Address:	103 Foulk Road
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19803
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Registration Number:	2457665	CLUB HULA
Registration Number:	850259	MODEL 38
Registration Number:	1050102	OCEAN PACIFIC
Registration Number:	2882299	OCEAN PACIFIC
Registration Number:	1641210	OCEAN PACIFIC
Registration Number:	1382503	OCEAN PACIFIC
Registration Number:	3021594	OCEAN PACIFIC
Registration Number:	2891591	OCEAN PACIFIC
Registration Number:	2846294	OCEAN PACIFIC
Registration Number:	2742962	OP
Registration Number:	3021595	OP
Registration Number:	2856406	OP
Registration Number:	2870088	OP

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Registration Number:	1639594	OP
Registration Number:	2782561	OP
Registration Number:	2748118	OP
Registration Number:	2854837	OP
Registration Number:	1293032	OP
Registration Number:	1309084	OP
Registration Number:	2276519	OP
Registration Number:	2451493	OP
Registration Number:	2471870	OP
Registration Number:	2902232	OP BLEND
Registration Number:	2778299	OP
Registration Number:	2613314	OP JUICE
Registration Number:	1639812	OP PRO
Registration Number:	1594622	OP PRO
Registration Number:	2276701	OP SPORT
Registration Number:	2698192	OPS
Registration Number:	1554800	ORIGINAL WAVE
Serial Number:	78167458	72
Serial Number:	78816302	OCEAN PACIFIC
Serial Number:	78816338	OP
Registration Number:	2976781	SEVEN2

CORRESPONDENCE DATA

Fax Number: (212)391-0127
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-730-0030
Email: atarshis@iconixbrand.com
Correspondent Name: Andrew R. Tarshis
Address Line 1: 1450 Broadway, 4th Floor
Address Line 4: New York, NEW YORK 10018

ATTORNEY DOCKET NUMBER:	OP ASSIGNMENT
NAME OF SUBMITTER:	Andrew R. Tarshis
Signature:	/andrew tarshis/
Date:	11/14/2006

Total Attachments: 2

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U.S. TRADEMARK ASSIGNMENT

WHEREAS, Ocean Pacific Apparel Corp., a company organized under the laws of Delaware, having offices at 3 Studebaker, Irvine, California 92618 ("Assignor"), is the owner of the trademarks and U.S. trademark applications and registrations set forth on Exhibit A hereto (collectively, the "Marks"); and

WHEREAS, OP Holdings, LLC, a Delaware limited liability company, having a place of business at 103 Foulk Road, Suite 200, Wilmington, Delaware 19803 ("Assignee"), is desirous of acquiring the Marks, the business appurtenant thereto and the goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration as set forth in that certain Asset Purchase Agreement by and among Iconix Brand Group, Inc, The Warnaco Group, Inc. and Assignor dated October 31, 2006, the receipt of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all of Assignor's right, title and interest in and to the Marks, together with the business appurtenant thereto and goodwill of the business symbolized by such Marks, and the right to sue for and take action with respect to past infringements.

IN WITNESS WHEREOF, Assignor has signed this Assignment this 6th day of

November, 2006.

OCEAN PACIFIC APPAREL CORP.

By: _____
Name:
Title:

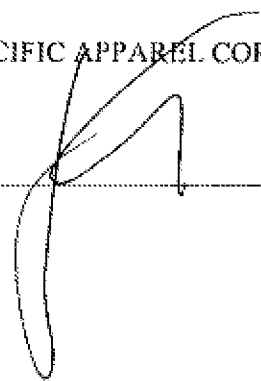


EXHIBIT A

U.S.A.	72 DESIGN	78/167,458	Pending
U.S.A.	CLUB HULA	75/430,382	2,457,665
U.S.A.	MODEL 38	72/258,989	850,259
U.S.A.	OCEAN PACIFIC	78/816,302	Pending
U.S.A.	OCEAN PACIFIC	73/048,507	1,050,102
U.S.A.	OCEAN PACIFIC	76/365,247	2,882,299
U.S.A.	OCEAN PACIFIC	74/054,361	1,641,210
U.S.A.	OCEAN PACIFIC	73/551,091	1,382,503
U.S.A.	OCEAN PACIFIC	76/977,718	3,021,594
U.S.A.	OCEAN PACIFIC	76/350,183	2,891,393
U.S.A.	OCEAN PACIFIC	76/976,485	2,846,294
U.S.A.	OP	76/118,031	2,742,962
U.S.A.	OP	76/977,719	3,021,595
U.S.A.	OP	76/389,398	2,856,406
U.S.A.	OP	76/364,921	2,870,088
U.S.A.	OP	74/051,480	1,639,594
U.S.A.	OP	76/289,739	2,782,561
U.S.A.	OP	76/259,835	2,748,118
U.S.A.	OP	76/976,484	2,854,837
U.S.A.	OP	78/816,338	Pending
U.S.A.	OP (STYLIZED)	73/432,243	1,293,032
U.S.A.	OP (STYLIZED)	73/404,997	1,309,084
U.S.A.	OP (STYLIZED-STRETCHED)	75/346,068	2,276,519
U.S.A.	OP (STYLIZED-STRETCHED)	75/564,085	2,451,493
U.S.A.	OP (STYLIZED-STRETCHED)	75/449,853	2,471,870
U.S.A.	OP BLEND	78/147,576	2,902,232
U.S.A.	OP DESIGN	76/260,709	2,778,299
U.S.A.	OP JUICE	76/118,034	2,613,314
U.S.A.	OP PRO	74/055,964	1,639,812
U.S.A.	OP PRO	73/819,890	1,594,622
U.S.A.	OP SPORT	75/430,381	2,276,701
U.S.A.	OPS	75/960,106	2,698,192
U.S.A.	ORIGINAL WAVE	73/741,974	1,554,800
U.S.A.	SEVEN2	76/333,172	2,976,781