

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Susan Bristol, Inc.		02/09/2007	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	B2X Apparel Corp.
Street Address:	10 Exchange Place, 10th Floor
Internal Address:	Mark Bonilla, Chief Financial Officer
City:	Jersey City
State/Country:	NEW JERSEY
Postal Code:	07302
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	1561070	SUSAN BRISTOL
Registration Number:	2348887	FISHER HILL
Registration Number:	2347419	FISHER HILL
Registration Number:	1250427	SB
Serial Number:	76649570	ZALYA
Serial Number:	76189953	BRISTOL
Serial Number:	78143908	BRISTOL LTD
Registration Number:	1406809	CONCEPTS EXCLUSIVELY FOR SUSAN BRISTOL
Registration Number:	1362078	SUSAN BRISTOL
Registration Number:	2805582	AVERY ISLE
Registration Number:	2811060	SUSAN BRISTOL LTD
Serial Number:	76640406	BRISTOL, INC.
Serial Number:	76646990	SUZY BEE BY SUSAN BRISTOL

CH \$365.00 1561070

Registration Number:	2253924	
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CORRESPONDENCE DATA

Fax Number: (866)826-5420
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3016380511
Email: ipresearchplus@comcast.net
Correspondent Name: IP Research Plus, Inc.
Address Line 1: 21 Tadcaster Circle
Address Line 2: Attn: Penelope J.A. Agodoa
Address Line 4: Waldorf, MARYLAND 20602

NAME OF SUBMITTER:	Penelope J.A. Agodoa
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Signature:	/pja/
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Date:	02/20/2007
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Total Attachments: 3
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source=31397#page3.tif

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

SUSAN BRISTOL, INC.

- | | |
|---|--|
| <input type="checkbox"/> Individual(s) | <input type="checkbox"/> Association |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input checked="" type="checkbox"/> Corporation- State: <u>MASACHUSETTS</u> | |
| <input type="checkbox"/> Other _____ | |

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) February 9, 2007

- | | |
|--|---|
| <input checked="" type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Security Agreement | <input type="checkbox"/> Change of Name |
| <input type="checkbox"/> Other _____ | |

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: B2X APPAREL CORP.

Internal
Address: MARK BONILLA, CHIEF FINANCIAL OFFICER

Street Address: 10 EXCHANGE PLACE, 10TH FLOOR

City: JERSEY CITY

State: NEW JERSEY

Country: USA Zip: 07302

- | | |
|---|-----------------------------|
| <input type="checkbox"/> Association | Citizenship _____ |
| <input type="checkbox"/> General Partnership | Citizenship _____ |
| <input type="checkbox"/> Limited Partnership | Citizenship _____ |
| <input checked="" type="checkbox"/> Corporation | Citizenship <u>NEW YORK</u> |
| <input type="checkbox"/> Other _____ | Citizenship _____ |

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
SEE EXHIBIT 1 ATTACHED TO THE TRADEMARK ASSIGNMENT

B. Trademark Registration No.(s)
SEE EXHIBIT 1 ATTACHED TO THE TRADEMARK ASSIGNMENT

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: LOEB & LOEB LLP

Internal Address: ATTN: DARRELL R. MITCHINER.

LEGAL ASSISTANT

Street Address: 345 PARK AVENUE

City: NEW YORK CITY

State: NEW YORK Zip: 10154

Phone Number: 212 407-4915

Fax Number: 646 607-3304

Email Address: DMITCHINER@LOEB.COM

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- | |
|--|
| <input type="checkbox"/> Authorized to be charged by credit card |
| <input type="checkbox"/> Authorized to be charged to deposit account |
| <input type="checkbox"/> Enclosed |

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature: Darrell R. Mitchiner
Signature

FEBRUARY 12, 2007

Date

DARRELL R. MITCHINER

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

3

TRADEMARK ASSIGNMENT

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, SUSAN BRISTOL, INC. ("Assignor"), hereby sells, assigns and transfers to B2X APPAREL CORP. ("Assignee"), all right, title and interest, whether statutory or at common law, in and to the trademarks identified on Exhibit 1 hereto (the "Marks"), together with the goodwill of the business symbolized by the Marks, and all corresponding registrations and applications (including the right to renew same), as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute any further papers and to do such other acts as may be necessary and proper to vest full title in and to the Marks and other corresponding rights in the Assignee.

IN WITNESS WHEREOF, this Assignment is effective as of the 9th day of February 2007.

SUSAN BRISTOL, INC.

By: 
Name: Paul Petkov
Title: COO

NY555398.1
913040-00011

TRADEMARK
REEL: 003484 FRAME: 0059

EXHIBIT 1

	Registration or Application No.	Country	Registration or Filing Date	Mark
1.	1,561,070	U.S.	April 17, 2009	Susan Bristol
2.	2,348,887	U.S.	May 9, 2010	Fisher Hill
3.	2,347,419	U.S.	May 2, 2010	Stylized Design using words "Fisher Hill"
4.	1,250,427	U.S.	September 6, 2003	Stylized design of a Grasshopper incorporating letters "SB"
5.	76649570	U.S.	November 1, 2005	Zalya
6.	76/189/953	U.S.	February 4, 2006	Bristol
7.	78/143908	U.S.	March 2, 2006	Bristol Ltd.
8.	1,406,809	U.S.	August 26, 2006	Concepts Exclusively for Susan Bristol
9.	1,362,078	U.S.		Susan Bristol
10.	2,805,582	U.S.	October 17, 2009	Avery Isle
11.	2,811,060	U.S.	February 3, 2010	Susan Bristol Ltd.
12.	76/640406	U.S.	awaiting response to file Allegation of Use	Bristol Inc.
13.	76/6469990	U.S.	need to file Allegation or Amendment of Use	Suzybee By Susan Bristol
14.	2,253,924	U.S.		Fruit and Flower Basket Design

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