

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Majestic Athletic Ltd.		02/28/2007	CORPORATION: PENNSYLVANIA

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Imagewear Apparel Corp.
<b>Street Address:</b>	3411 Silverside Road
<b>City:</b>	Wilmington
<b>State/Country:</b>	DELAWARE
<b>Postal Code:</b>	19810
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 26**

Property Type	Number	Word Mark
Serial Number:	78505061	NEVER LOSE SIGHT
Serial Number:	78518559	TAGLINE
Serial Number:	78763606	HOMEBASE
Serial Number:	78755827	COOL BASE
Serial Number:	78751345	THERMA BASE
Serial Number:	78751342	POWERBASE
Serial Number:	78751337	DRYBASE
Serial Number:	78751330	AQUABASE
Registration Number:	3154096	MAJESTIC THREADS
Serial Number:	78865983	MAJESTIC SELECT
Serial Number:	78831013	MAJESTIC SELECT
Registration Number:	3158191	MAJESTIC THREADS
Serial Number:	77057147	THE FUTURE OF TRADITION
Serial Number:	76516181	OUTLAWS

**OP \$665.00 78505061**

Serial Number:	76515823	TAMPA BAY BANDITS
Serial Number:	76515812	PITTSBURGH MAULERS
Serial Number:	76564567	BASE4
Serial Number:	76515820	THE BLITZ
Registration Number:	2032352	OFF THE BENCH
Registration Number:	1840620	OFF THE BENCH
Registration Number:	1841389	BEYOND THE LINES
Registration Number:	1772445	MAJESTY SPORTS
Registration Number:	1507570	MAJESTIC GRAPHICS
Registration Number:	1346381	GAMEWARMER
Registration Number:	1516495	MAJESTIC
Registration Number:	1511051	

**CORRESPONDENCE DATA**

Fax Number: (302)477-3932  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 302-477-3930 x232  
Email: turkc@vfc.com  
Correspondent Name: Christopher M. Turk  
Address Line 1: 3411 Silverside Road  
Address Line 2: Imagewear Apparel Corp.  
Address Line 4: Wilmington, DELAWARE 19810

NAME OF SUBMITTER:	Christopher M. Turk
Signature:	/cmt/
Date:	08/31/2007

Total Attachments: 7  
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## ASSIGNMENT OF PROPRIETARY RIGHTS IN TRADEMARKS

THIS ASSIGNMENT OF PROPRIETARY RIGHTS IN TRADEMARKS (the "Agreement") is made this 28 day of February, 2007 by Majestic Athletic Ltd., a corporation organized under the laws of the State of Pennsylvania ("Assignor") and Imagewear Apparel Corp., a corporation organized under the laws of the state of Delaware ("Assignee") and an affiliate of one or more Purchasers.

### WITNESSETH:

WHEREAS, Majestic Athletic Ltd., a corporation organized under the laws of the State of Pennsylvania, and affiliated Companies and Shareholders (collectively, the "Sellers"), on the one hand, and VF Imagewear, Inc. and VF Imagewear Royal, Inc., corporations organized under the laws of the State of Delaware, on the other hand, have executed the Asset Purchase Agreement dated December 20, 2006 (the "Asset Purchase Agreement") (capitalized terms used herein and not otherwise defined shall have the respective meanings ascribed to such terms in the Asset Purchase Agreement), pursuant to which, and subject to the terms and conditions of which, Purchasers agree to purchase from Sellers, and Sellers agree to sell, transfer, and deliver to Purchasers, all of the Purchased Assets including Proprietary Rights;

WHEREAS, Assignor is the owner of all right, title, and interest in, to, and under the trademarks that are registered in, and the trademark applications that have been filed with, the appropriate, legal, administrative, or regulatory entities in the countries and jurisdictions so indicated, as set forth in Schedule 5.14(1) of the Company Disclosure Schedules to the Asset Purchase Agreement (collectively, the "Trademarks");

NOW, THEREFORE, in consideration of the sale of the Trademarks and in accordance with the terms of the Asset Purchase Agreement, Assignor and Assignee agree as follows:

1. Assignor does hereby assign, transfer, and convey to Assignee, and its successors and assigns forever, all right, title, and interest, whether based in statutory or common law, in, to or arising under the Trademarks listed in Exhibit A attached hereto, and any other trademarks or service marks owned by the Assignor whether registered or unregistered, together with the goodwill of the business symbolized thereby, and the right to sue for and obtain remedies against past, present, and future infringements thereof, and right of priority and protection of interest therein; provided that this Agreement shall not constitute an agreement to assign any Purchased Asset or any claim or right or any benefit arising thereunder or resulting therefrom if such assignment without the consent of a governmental entity or third party thereto would result in a violation of law or would constitute a breach or other contravention of such Purchased Asset or adversely affect the rights of Purchasers or Sellers. In such event, the provisions of the Asset Purchase Agreement shall govern.

2. If any Trademarks owned by Assignor are not registered or recorded in the name of Assignor, Assignor agrees to comply with Assignee's and Purchasers' requests to execute such documents and take such steps as Assignee and Purchasers deem prudent to effect the assignment of such Trademarks to Assignor and perfect and vest the right of Assignee in such Trademarks.

3. At and after Closing Assignor, without further consideration shall promptly execute and deliver to Assignee or any designee of Purchasers, such agreements, certificates, and other instruments of sale, conveyance, assignment, and transfer; and shall take such other actions as Assignee and Purchasers may deem prudent more effectively to sell, convey, assign, transfer to, perfect, and vest in Assignee or any designee of Purchasers (or to put Assignee or such designee in possession of) any of the Trademarks. Assignor shall assist Assignee and any designee of Purchasers in registering and/or recording the Trademarks with the appropriate governmental entities in any jurisdiction requested by Assignee or any designee of Purchasers.

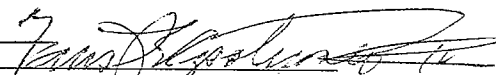
4. This Agreement shall be governed by, and construed in accordance with, the laws of the State of Delaware, without regard to the conflicts of law rules of such state.

5. In the event of any conflict between any of the terms and conditions of this Agreement and any of the terms and conditions of the Asset Purchase Agreement, the terms of the Asset Purchase Agreement shall control.

6. This Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, Assignor has caused this Agreement to be duly executed as of the day and year first written above.

MAJESTIC ATHLETIC LTD.

By:   
Name: Faust E. Czubianco, IV  
Title: President

IMAGEWEAR APPAREL CORP.

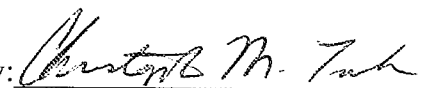
By:   
Name: Christopher M. Turk  
Title: Assistant Secretary and  
Senior Counsel

EXHIBIT A

MAY 1981

EXHIBIT A

SCHEDULE OF U.S. TRADEMARK REGISTRATIONS AND APPLICATIONS

MARK	REG./SERIAL NO.	GOODS	STATUS
AQUABASE	78/751,330	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps; team uniforms	Pending
BASE4	76/564,567	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps; team uniforms	Pending
BEYOND THE LINES	1,841,389	Mens, women's and children's athletic wearing apparel; namely, sweatshirts, shorts, t-shirts, jerseys and turtlenecks	Registered 6/21/1994
COOL BASE	78/755,827	Shirts, t-shirts, sweatshirts, tank tops, jerseys, athletic uniforms, athletic apparel, namely, jackets, coats, sweatpants, shorts, turtlenecks, hats, caps, team uniforms and jackets	Pending
DRYBASE	78/751,337	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps; team uniforms	Pending
GAMEWARMER	1,346,381	Athletic jerseys	Registered 7/2/1985
HOMEBASE	78/763,606	Shirts, t-shirts, sweatshirts, tank tops, jerseys, athletic uniforms, athletic apparel, namely, jackets, coats, sweatpants, t-shirts, shorts, turtlenecks, hats, caps, team uniforms, jackets, outerwear, namely pullovers and pants, fleece pullovers and fleece pants, fashion knit shirts, knit sweatshirts, and knit pullovers; fashion crews, namely fashion crewcut shirts, sweatshirts and pullovers, and fashion t-shirts	Pending

MAJESTIC	1,516,495	Athletic uniforms, namely, baseball/softball, basketball, football, hockey and lacrosse uniforms; jerseys, tank tops, gym suits, jackets, warm-up suits, shirts, sweat shirts, caps hats, vests, skirts, underwear, jumpsuits, and rainwear	Registered 12/13/1985
MAJESTIC GRAPHICS & Design	1,507,570	Graphic arts services, namely, the design of artwork and logos for imprinting on apparel to order and specification of others	Registered 10/4/1988
MAJESTIC SELECT	78/831,013	Shirts, t-shirts, sweatshirts, rugby, pullovers, tank tops, jerseys, athletic uniforms, athletic apparel, jackets	Pending
MAJESTIC SELECT & Design	78/865,983	Shirts, t-shirts, sweatshirts, rugby, pullovers, tank tops, jerseys, athletic uniforms, athletic apparel, jackets	Pending
MAJESTIC THREADS	3,154,096	Shirts, t-shirts, sweatshirts, tank tops, jerseys, athletic uniforms, athletic apparel, namely, jackets, coats, sweatpants, t-shirts, shorts, turtlenecks, hats, caps, and team uniforms, and jackets	Registered 10/17/2006
MAJESTIC THREADS & Design	3,154,096	Shirts, t-shirts, sweatshirts, tank tops, jerseys, athletic uniforms, athletic apparel, namely, jackets, coats, sweatpants, t-shirts, shorts, turtlenecks, hats, caps, and team uniforms, and jackets	Registered 10/10/2006
MAJESTY SPORTS	1,772,445	Sportswear, namely, t-shirts, fleece button-front jerseys, jerseys, shorts, jackets and turtlenecks	Registered 5/18/1993
MOUNTAINS Design	1,511,051	Apparel, namely, jerseys, shirts, pants, sweatshirts, shorts, and jackets	Registered 11/1/1988

NEVER LOSE SIGHT	78/505,061	Shirts, t-shirts, sweatshirts, tank tops, jerseys and jackets, athletic apparel, namely, athletic uniforms, athletic shirts, athletic sweatshirts, athletic tank tops, athletic jerseys, athletic jackets, athletic pants, athletic shorts and athletic headwear	Pending
OFF THE BENCH	2,032,352	Mens, women's and children's athletic working apparel, namely, sweatshirts, sweatpants, shorts, t-shirts, jerseys, tank tops, gym suits, jackets, warm-up suits, turtlenecks, shirts, caps, hats, vests, skirts, underwear, rainwear; athletic uniforms, namely baseball, softball, basketball, football, hockey and lacrosse uniforms	Registered 1/21/1997
OFF THE BENCH	1,840,620	Men's, women's and children's athletic wearing apparel, namely, sweatshirts, sweatpants, shorts, t-shirts, jerseys and turtlenecks	Registered 6/21/1994
OUTLAWS & Design	76/516,181	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps	Pending
PITTSBURGH MAULERS	76/515,812	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps	Pending
POWERBASE	78/751,342	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps, team uniforms	Pending



TAGLINE	78/518,559	Shirts, t-shirts, sweatshirts, tank tops, jerseys and jackets, athletic apparel, namely, athletic uniforms, athletic shirts, athletic sweatshirts, athletic tank tops, athletic jerseys, athletic jackets, athletic pants, athletic shorts and athletic headwear	Pending
TAMPA BAY BANDITS & Design	76/515,823	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps	Pending
THE BLITZ & Design	76/515,820	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps	Pending
THE FUTURE OF TRADITION	77/057,147	Fleece pullovers, jackets, jerseys, shirts, sports jerseys, sweat shirts	Pending
THERMA BASE	78/751,345	Sports clothing, namely, jackets, coats, sweatshirts, sweatpants, t-shirts, shorts, jerseys, turtlenecks, hats and caps, team uniforms	Pending

**PUERTO RICO**

MAJESTIC	40539	Apparel, namely, jerseys, shirts, pants, sweatshirts, shorts and jackets	Registered 5/27/1997
MOUNTAINS DESIGN	40540	Apparel, namely, jerseys, shirts, pants, sweatshirts, shorts and jackets	Registered 5/27/1997