

12-28-2007

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/



103471427

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

12.26.07

1. Name of conveying party(ies):

TMI Holdings, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation- State: California
- Other _____

Citizenship (see guidelines) _____
Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Galaxy 701 Corp.
Internal
Address: _____
Street Address: 152 West 36th Street, Room 701
City: New York
State: New York
Country: USA Zip: 10018

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship New York
- 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)

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

Execution Date(s) December 19, 2007

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2278099

Additional sheet(s) attached? Yes No

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

SOFTWARE BY MARK SINGER

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

Name: Arthur Goldstein
Internal Address: Todtman, Nachamie, Spizz & Johns, P.C.
Street Address: 25 Park Avenue
City: New York
State: New York Zip: 10022
Phone Number: (212) 754-9400
Fax Number: (212) 754-6262
Email Address: goldstein@tnsj-law.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____
b. Deposit Account Number _____
Authorized User Name _____

9. Signature: [Signature]

12/26/07

Signature

Date

Arthur Goldstein

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 003686 FRAME: 0161

TRADEMARK ASSIGNMENT

WHEREAS, TMI HOLDINGS, INC., a California Corporation, with its principal place of business at 5424 East Slauson Avenue, Commerce, California 90040 ("Assignor") has adopted, and is using or has used the mark "**Software By Mark Singer**" (the "Mark") in connection with the following goods and/or services: the design, manufacture, marketing, distribution and sale of clothing, namely dresses, tops, bottoms, skirts, blouses, pants, sweaters, jackets, shorts, skorts and vests; and

WHEREAS, Assignor owns a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the goods and/or services identified therein, Registration No. 2,278,099, registered on September 14, 1999; and

WHEREAS, GALAXY 701 CORP., a New York corporation, with its principal place of business at 152 West 36th Street, Room 701, New York, New York 10018 ("Assignee") desires to acquire the Mark and the above-referenced Registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark and the registration thereof, together with that portion of the goodwill of the business with which the Mark is associated, and all right, title and interest in the Mark, including but not limited to the right to register the Mark, to renew registration of the Mark and to license use of the Mark.

TMI HOLDINGS, INC.

By: 

Name: MARK SINGER

Title: President

Dated effective as of DECEMBER 19, 2007

STATE OF CALIFORNIA)
COUNTY OF Los Angeles) SS.:

On the 19th day of DECEMBER, 2007, before me came MARK SINGER, to me known, who, being by me duly sworn, did depose and say that he resides at 930 N. DOTTENY # 306 N. HOLLYWOOD CA 90069; that he is the **President** of **TMI HOLDINGS, INC.**, the corporation described in, and which executed, the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.



Leon Waight
Notary Public