

**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>
Marshall's of MA, Inc.	FORMERLY Marshalls, Inc.	10/17/2007	CORPORATION: MASSACHUSETTS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MLJR Corporation		
<b>Street Address:</b>	c/o Koenig & Associates		
<b>Internal Address:</b>	226 E. Canon Perdido, Ste. M		
<b>City:</b>	Santa Barbara		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	93101		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1453274	ORGANICALLY GROWN KIDS	
Registration Number:	1453273	ORGANICALLY GROWN KIDS	
Registration Number:	0978170	ORGANICALLY GROWN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(805)564-8262		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	805-965-4400		
<b>Email:</b>	kurt@incip.com		
<b>Correspondent Name:</b>	Kurt Koenig		
<b>Address Line 1:</b>	226 E. Canon Perdido St., Suite M		
<b>Address Line 4:</b>	Santa Barbara, CALIFORNIA 93101		
<b>ATTORNEY DOCKET NUMBER:</b>	2632-100		
<b>NAME OF SUBMITTER:</b>	Kurt Koenig		

OP \$90.00 1453274

Signature:

/Kurt Koenig/

Date:

03/11/2008

Total Attachments: 4

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## CONFIRMATORY QUITCLAIM TRADEMARK ASSIGNMENT

This Confirmatory Quitclaim Trademark Assignment ("Assignment") is made as of October 17, 2007 ("Effective Date") by and among MLJR CORPORATION, a California corporation with an address of 5101 Genesta Ave., Encino, CA 91316 ("Assignee") and MARSHALLS OF MA, INC., a Massachusetts corporation, with an address of 770 Cochituate Road, Framingham, Massachusetts 01701 ("Assignor").

WHEREAS, pursuant to an assignment dated October 16, 2007 ("TM Assignment"), Assignor assigned all right and title to certain trademarks to Assignee as noted therein;

WHEREAS, the parties wish to also assign the registrations set forth on Schedule A to this Assignment ("Marks") which were omitted from the TM Assignment;

WHEREAS, the Marks are currently listed in the USPTO as being in the name of Marshall's, Inc., which was the prior name for Assignor until August 21, 1996;

WHEREAS, Assignor provides this Assignment to quitclaim the rights to the registrations, together with any common law rights and goodwill of the business symbolized thereby;

WHEREAS, Assignor further authorizes Assignee to update the chain of title in the USPTO, by having Assignee file, as required, the name change from Marshalls, Inc. to Marshalls of MA, Inc., a copy of which is attached as Exhibit B;

NOW THEREFORE, for good and valuable consideration, Assignor and Assignee agree as follows:

1. Assignor hereby quitclaims to Assignee all of Assignor's right, title, and interest of whatever kind in and to the Marks in perpetuity, together with the goodwill of the business appurtenant thereto and which is symbolized thereby.
2. Assignor hereby agrees to execute such other documents and take such other actions as may be reasonably requested by Assignee to evidence more fully the transfer of ownership of the Marks to Assignee at Assignee's sole cost and expense. Assignor hereby appoints Assignee, with the full power of substitution therein, as its true and lawful attorney-in-fact for the limited purpose of executing such papers and performing such other proper acts as are reasonably necessary to secure to Assignee, or to its successors or assigns, the rights hereby transferred in this Assignment.

This Agreement has been executed as of the Effective Date.

MARSHALLS OF MA, INC.

By:



Name:

Emie Herrman

Title:

President

EXHIBIT A

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>
ORGANICALLY GROWN	<b>72420211</b>	<b>978170</b>
ORGANICALLY GROWN KIDS & Design	<b>73610475</b>	<b>1453273</b>
ORGANICALLY GROWN KIDS	<b>73610627</b>	<b>1453274</b>

EXHIBIT B

August 21, 1996 name change

from

Marshall's Inc.

to

Marshall's of MA, Inc.



William Francis Galvin  
Secretary of the  
Commonwealth

*The Commonwealth of Massachusetts*

*Secretary of the Commonwealth*

*State House, Boston, Massachusetts 02133*

April 22, 1997

TO WHOM IT MAY CONCERN:

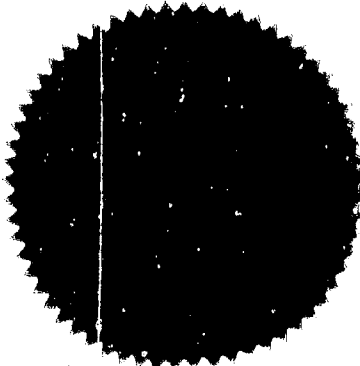
I hereby certify that according to the records in this office, Marshall's of Tewksbury, Inc. was incorporated under the General Laws of this Commonwealth on May 20, 1958.

I also certify that in Articles of Amendment filed here November 16, 1962, the name of said corporation was changed to Marshall's of Bedford, Inc.

I further certify that in Articles of Amendment filed here April 26, 1973, the name of said corporation was changed to Marshall's, Inc.

I also certify that in Articles of Amendment filed here August 21, 1996, the name of said corporation was changed to Marshall's of MA, Inc.

I further certify that so far as appears of record here, said corporation still has legal existence.



jbm

In testimony of which,  
I have hereunto affixed the  
Great Seal of the Commonwealth  
on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

\*MGL Chapter 156B S83A provides that certain consolidations and mergers may be filed with the Division within thirty days **after** the effective date of the merger or consolidation.