

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
Sailor Jerry Limited		05/12/2008	LIMITED LIABILITY COMPANY: PENNSYLVANIA
Steven A. Grasse		05/12/2008	INDIVIDUAL: UNITED STATES
Gyro Advertising, Inc.		05/12/2008	CORPORATION: PENNSYLVANIA
F**K Hollywood Productions, LLC		05/12/2008	LIMITED LIABILITY COMPANY: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	Sailor Jerry Holdings, Inc.
Street Address:	130 Fieldcrest Avenue
City:	Edison
State/Country:	NEW JERSEY
Postal Code:	08837
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2671519	SAILOR JERRY
Registration Number:	2429311	SAILOR JERRY
Registration Number:	2562207	"SAILOR JERRY"
Registration Number:	2640071	"SAILOR JERRY"
Registration Number:	2640070	"SAILOR JERRY"
Serial Number:	77468396	SAILOR JERRY
Serial Number:	77468493	SAILOR JERRY
Serial Number:	77469461	SAILOR JERRY
Serial Number:	77469480	SAILOR JERRY
Serial Number:	77470011	SAILOR 1911 1973 JERRY

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Serial Number:	77469496	
Serial Number:	77470028	DEATH OR GLORY
Serial Number:	77468451	STEWED SCREWED AND TATTOOED SAILOR JERRY
Serial Number:	77468519	
Serial Number:	77468545	SAILOR JERRY
Serial Number:	77469551	SAILOR JERRY

CORRESPONDENCE DATA

Fax Number: (202)955-5564

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2024192407

Email: elizabeth.vary@hklaw.com

Correspondent Name: Elizabeth F. Vary, Holland & Knight LLP

Address Line 1: 2099 Pennsylvania Avenue, NW

Address Line 2: Suite 100

Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

NAME OF SUBMITTER:	Elizabeth F. Vary
Signature:	/elizabeth f. vary/
Date:	06/05/2008

Total Attachments: 10

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ASSIGNMENT OF TRADEMARKS

Whereas, Sailor Jerry Limited ("Assignor"), a Pennsylvania limited liability company having an at address 304 Walnut Street, Philadelphia, Pennsylvania 19106, is the owner of certain trademark registrations identified on Annex A attached hereto (the "Registrations"); and

Whereas, Assignor is the owner of the trademark applications identified on Annex B attached hereto (the "Applications"); and

Whereas, Assignor is owner of the trademarks and service marks depicted in the Registrations and Applications for the goods and services claimed therein; and

Whereas, Assignor has used all of the designs and logos depicted in Annex C and may have used many of those designs and logos in such a way as to establish common law trademark rights and Assignor desires to assign trademark and service mark rights in such designs and logos, to the extent those rights exist, along with the Applications and Registrations and the trademarks and service marks depicted therein for the goods and services claimed therein (collectively the "Marks");

Whereas, Sailor Jerry Holdings, Inc. ("Assignee"), a Delaware corporation having a business address at 130 Fieldcrest Avenue, Edison, New Jersey 08837, wishes to acquire the entire right, title, and interest in and to the Marks, including all goodwill of the business connected with the use of the Marks and symbolized by the Marks.

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee the entire right, title and interest in and to the Marks, together with the goodwill of Assignor's business connected with the use of the Marks and symbolized by the Marks along with the right to sue and recover for past infringements thereof, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

To the extent that any of Steven A. Grasse (an individual United States citizen), Gyro Advertising, Inc. (a Pennsylvania corporation), or F**K Hollywood Productions, LLC (a Pennsylvania limited liability company doing business as FHP Productions) claims or owns any right, title or interest in any of the Marks, each of them does hereby, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, sell, assign, transfer and set over to Assignee the entire right, title and interest in and to the Marks, together with the goodwill of the business connected with the use of the Marks and symbolized by the Marks along with the right to sue and recover for past infringements thereof, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

This assignment shall bind the Assignor, Steven A. Grasse, Gyro Advertising, Inc. and F**K Hollywood Productions, LLC, their successors and/or assigns, and all others acting by, through or with them or under their direction or control, and all those in privity therewith; and shall inure to the benefit of Assignee, its successors and assigns.

{Signature page follows.}

IN WITNESS WHEREOF, the parties hereto have caused this Assignment of Trademarks to be duly executed and delivered as of May 17, 2008.

SAILOR JERRY LIMITED

By: _____

Signature

Name: Steven A. Grasse

Title: Member

STEVEN A. GRASSE

By: _____

Signature

GYRO ADVERTISING, INC.

By: _____

Signature

Name: Steven A. Grasse

Title: CEO/President

F**K HOLLYWOOD PRODUCTIONS,
LLC

By: _____

Signature

Name: Steven A. Grasse

Title: Member

Acknowledged:

SAILOR JERRY HOLDINGS, INC.

By: _____

Heather Graham, President

{Signature page to Assignment of Trademarks}

TRADEMARK
REEL: 003790 FRAME: 0066

IN WITNESS WHEREOF, the parties hereto have caused this Assignment of Trademarks to be duly executed and delivered as of May 12, 2008.

SAILOR JERRY LIMITED

STEVEN A. GRASSE

By: _____
Signature

By: _____
Signature

Name: _____

Title: _____

GYRO ADVERTISING, INC.

FK HOLLYWOOD PRODUCTIONS,
LLC**

By: _____
Signature

By: _____
Signature

Name: _____

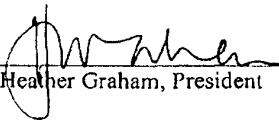
Name: _____

Title: _____

Title: _____

Acknowledged:

SAILOR JERRY HOLDINGS, INC.

By:  _____
Heather Graham, President

{Signature page to Assignment of Trademarks}

**TRADEMARK
REEL: 003790 FRAME: 0067**

ANNEX A

Trademark registrations issued by the U.S. Patent and Trademark Office:

Reg. No. 2671519
Reg. No. 2429311
Reg. No. 2562207

Reg. No. 2640071
Reg. No. 2640070

Trademark registrations issued by the United Kingdom Intellectual Property Office:

Reg. No. 2319869



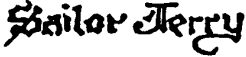


Reg. No. 2319868




Reg. No. 2319867


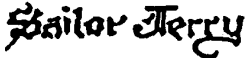
ANNEX B

SCHEDULE 3.8(a)(i)

U.S. PENDING TRADEMARK APPLICATIONS

MARK	CLASS	GOODS/SERVICES	OWNER
U.S. TM Application No. 77/468,396 	25	Clothing	Sailor Jerry Limited
U.S. TM Application No. 77/468,493 	33	Alcoholic beverages, namely rum	Sailor Jerry Limited
U.S. TM Application No. 77/469,461 	25	Clothing	Sailor Jerry Limited
U.S. TM Application No. 77/469,480 	25	Clothing	Sailor Jerry Limited
U.S. TM Application No. 77/470,011 	25	Clothing	Sailor Jerry Limited

MARK	CLASS	GOODS/SERVICES	OWNER
U.S. TM Application No. 77/469,496 	33	Alcoholic beverages, namely rum	Sailor Jerry Limited
U.S. TM Application No. 77/470,028 DEATH OR GLORY	25	Clothing	Sailor Jerry Limited
U.S. TM Application No. 77/468,451 	25	Clothing	Sailor Jerry Limited
U.S. TM Application No. 77/468,519 	33	Alcoholic beverages, namely rum	Sailor Jerry Limited

MARK	CLASS	GOODS/SERVICES	OWNER
U.S. TM Application No. 77/468,545 	33	Alcoholic beverages, namely rum	Sailor Jerry Limited
U.S. TM Application No. 77/469,551 	41	On-line journals, namely, blogs featuring music, entertainment, and pop culture; providing information in the field of music, entertainment and popular culture	Sailor Jerry Limited

NON-U.S. PENDING TRADEMARK APPLICATIONS

MARK	CLASS	GOODS/SERVICES	OWNER
CTM TM Application No. 006600571	14	Jewellery; rings; bracelets; necklaces; earrings; watches; charms; cufflinks	Sailor Jerry Limited
SAILOR JERRY	18	Tot bags; belts; handbags; key cases; purses; wallets	
	21	Beverage glassware; bottle openers; candle holders, coasters not of paper or table linen; cocktail shakers; drinking flasks; ice buckets; shot glasses	
	25	Clothing; t-shirts; jackets; trousers; footwear; hats; underwear; skirts; jeans	
	33	Alcoholic beverages; rum	

Annex C is not included in this extract.