

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
Bernette Textile Company LLC		06/20/2008	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	PurePlay LLC		
Street Address:	42 West 39th Street, 13th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	77183700	PUREPLAY	
Serial Number:	77333075	ECO-LOGIC	
Serial Number:	77364523	CLOTHES FOR THE REGENERATION	
Serial Number:	77364521	CFTRE	
CORRESPONDENCE DATA			
Fax Number:	(212)391-4556		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2127301900		
Email:	bgarces@ssghlaw.com		
Correspondent Name:	Silverbergstonehillgoldsmith&haber, P.C.		
Address Line 1:	111 West 40th Street 33rd Floor		
Address Line 4:	New York, NEW YORK 11018		
NAME OF SUBMITTER:	Jeffery Siskind		
Signature:	/Jeffery Siskind/		

OP \$115.00 77183700

Date:

06/20/2008

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

ASSIGNMENT OF TRADEMARKS, dated as of May 28, 2008 (this "Assignment"), is made by Bernette Textile Company LLC, a New York limited liability company (as "Assignor"), and PurePlay LLC, a New York limited liability company ("Assignee").

WITNESSETH:

A. Assignor has agreed to assign to Assignee certain trademarks listed on Schedule A attached hereto (the "Trademarks"), on the terms and conditions contained therein.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

1. Assignor hereby assigns and transfers to Assignee, its successors or assigns all of its right, title and interest, in and to all of the Trademarks, and any trademark applications and registrations therefor, together with any goodwill of the business symbolized by the Trademarks, as well as the right to sue for past and present infringement thereof.

2. Assignor hereby agrees to execute all instruments, documents and papers and to perform such other proper acts as Assignee, its successors or assigns may deem reasonably necessary, but at Assignee's expense, to secure to Assignee, its successors or assigns the rights hereby assigned.

3. This Agreement may be executed in counterparts, each of which shall be deemed an original, but all of which shall constitute the same instrument.

[Signature Page to Follow]

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed and delivered by its duly authorized officer as of the date first set forth above.

BERNETTE TEXTILE COMPANY LLC

STATE OF NEW YORK,
COUNTY OF NEW YORK

On May 28, 2008, before me, the undersigned, a Notary Public in and for said State, personally appeared FRYV BLAND personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

JOSEPH C. WALSH
NOTARY PUBLIC STATE OF NEW YORK
No. 01WA614077
QUALIFIED IN NEW YORK COUNTY
COMMISSION EXPIRES FEBRUARY 13, 2010

IN WITNESS WHEREOF, Assignee accepts this Trademark Assignment as of the date first set forth above.

PUREBLAY LLC

By:
Its:

SCHEDULE A

Schedule of Trademarks

1. PUREPLAY United States Patent and Trademark Serial Number 77183700
2. ECO-LOGIC United States Patent and Trademark Serial Number 77333075
3. CLOTHES FOR THE REGENERATION United States Patent and Trademark Serial Number 77364523
4. CFTRE United States Patent and Trademark Serial Number 77364521