

**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>
A.V. Denim, Inc.		10/15/2008	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Retail Licensing Company		
<b>Street Address:</b>	101 Convention Center Drive		
<b>City:</b>	Las Vegas		
<b>State/Country:</b>	NEVADA		
<b>Postal Code:</b>	89109		
<b>Entity Type:</b>	CORPORATION: NEVADA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77177725		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(513)241-6234		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	513-241-2324		
<b>Email:</b>	sgraber@whepatent.com, cgrebe@whepatent.com		
<b>Correspondent Name:</b>	Sarah Otte Graber		
<b>Address Line 1:</b>	441 Vine Street		
<b>Address Line 2:</b>	Suite 2700		
<b>Address Line 4:</b>	Cincinnati, OHIO 45202		
<b>ATTORNEY DOCKET NUMBER:</b>	RLIC-79-135		
<b>NAME OF SUBMITTER:</b>	Sarah Otte Graber		
<b>Signature:</b>	/Sarah O. Graber/		
<b>Date:</b>	10/28/2008		

OP \$40.00 77177725

Total Attachments: 3

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# Exhibit C

## TRADEMARK ASSIGNMENT

WHEREAS, A.V. Denim, Inc., a corporation organized and existing under the laws of the State of New York (hereinafter referred to as the "ASSIGNOR"), has adopted and is using in the United States the mark set forth in the attached Exhibit A (hereinafter referred to as the "Mark"); and

WHEREAS, Retail Licensing Company, a corporation organized and existing under the laws of the State of Nevada (hereinafter referred to as the "ASSIGNEE"), desires to acquire the rights ASSIGNOR has in and to said Mark and the goodwill associated with said Mark and the application for registration and registration thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign and transfer to ASSIGNEE its entire right, title, and interest in and to the Mark and the application for the Mark and registration thereto, together with the goodwill of the business symbolized by the Mark and the application thereof, and all other rights which ASSIGNOR has enjoyed thereunder in the United States, including any and all rights of recovery based on past infringement of said Mark and application, the same to be held and enjoyed by ASSIGNEE, its successors and assigns;

A.V. DENIM, INC.

By: \_\_\_\_\_



(signature)

Name: David Kubresi

Title: CEO

Date: October 15, 2008

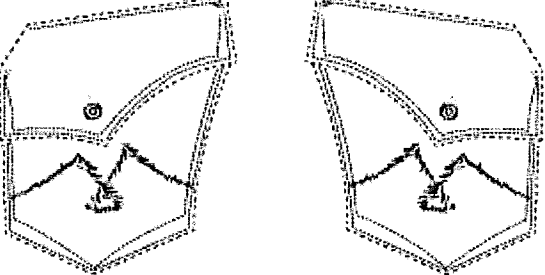
COUNTY OF New York )  
STATE OF New York ) SS

Sworn to and subscribed before me this 17 day of October, 2008.

NOTARY PUBLIC

SAMANTHA CIERN  
NOTARY PUBLIC STATE OF NEW YORK  
NO. 6169001644  
QUALIFIED IN BRONX COUNTY  
COMMISSION EXPIRES 2/18, 2011

EXHIBIT A

<u>MARK</u>	<u>SERIAL NO.</u>
	77/177,725