

**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>                 |
| I WILL NOT LOSE, LLC             |  | 12/09/2008            | LIMITED LIABILITY COMPANY: GEORGIA |
| <b>RECEIVING PARTY DATA</b>      |  |                       |                                    |
| <b>Name:</b>                     | ICONIX BRAND GROUP, INC.   |                       |                                    |
| <b>Street Address:</b>           | 1450 Broadway  |                       |                                    |
| <b>Internal Address:</b>         | 4th floor  |                       |                                    |
| <b>City:</b>                     | New York   |                       |                                    |
| <b>State/Country:</b>            | NEW YORK   |                       |                                    |
| <b>Postal Code:</b>              | 10018  |                       |                                    |
| <b>Entity Type:</b>              | CORPORATION: DELAWARE  |                       |                                    |
| <b>PROPERTY NUMBERS Total: 1</b> |  |                       |                                    |
| <b>Property Type</b>             | <b>Number</b>  | <b>Word Mark</b>      |                                    |
| Registration Number:             | 3201223  | I WILL NOT LOSE       |                                    |
| <b>CORRESPONDENCE DATA</b>       |  |                       |                                    |
| <b>Fax Number:</b>               | (212)391-2057  |                       |                                    |
|                                  | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |                       |                                    |
| <b>Email:</b>                    | atarshis@iconixbrand.com   |                       |                                    |
| <b>Correspondent Name:</b>       | Andrew R. Tarshis  |                       |                                    |
| <b>Address Line 1:</b>           | 1450 Broadway  |                       |                                    |
| <b>Address Line 2:</b>           | 4th Floor  |                       |                                    |
| <b>Address Line 4:</b>           | New York, NEW YORK 10018   |                       |                                    |
| <b>NAME OF SUBMITTER:</b>        | Andrew R. Tarshis  |                       |                                    |
| <b>Signature:</b>                | /atarshis/   |                       |                                    |
| <b>Date:</b>                     | 12/18/2008   |                       |                                    |

CH \$40.00 3201223

Total Attachments: 1  
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ASSIGNMENT OF TRADEMARK AND TRADE NAME

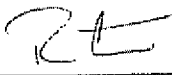
WHEREAS, I Will Not Lose, LLC (IWNL), a Georgia corporation, with a place of business at 1507 Pine Drive, Building F, Suite 8, College Park, GA 30349, is the owner of **I WILL NOT LOSE** and its corresponding U.S. Registration No. 3,201,223 (hereinafter "the Mark"), as well as the Trade Name I Will Not Lose;

WHEREAS, Iconix Brand Group, Inc. (Iconix), a Delaware corporation, located at 1450 Broadway, 4<sup>th</sup> Floor, New York, NY 10018, is desirous of acquiring rights in and to the Mark and the Trade Name;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, IWNL does hereby assign unto Iconix all right, title and interest in and to the Mark, the corresponding registration for the Mark and the Trade Name, together with the goodwill symbolized by the Mark and the Trade Name, together with all accrued causes of action for infringement or misappropriation thereof.

Dated as of: <sup>December</sup> November 9, 2008

I WILL NOT LOSE, LLC

By:   
Name: Reggie Tucker  
Title: CEO

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