

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
Bar TJ Holdings, LLC		01/05/2009	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	1224 LLC
Street Address:	c/o R & M Richards, Inc.
Internal Address:	1400 Broadway, 9th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	LIMITED LIABILITY COMPANY:

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	3530358	MORGAN 4 EVER
Registration Number:	2401617	MORGAN AND CO.
Registration Number:	2227136	CITI DRESS
Registration Number:	2040805	BREAKIN' LOOSE
Registration Number:	1613023	ULTRA DRESS

CORRESPONDENCE DATA

Fax Number: (212)643-6500
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-643-7000
 Email: bgarces@sillscummis.com
 Correspondent Name: Sills Cummis & Gross P.C.
 Address Line 1: One Rockefeller Plaza, Suite 25
 Address Line 4: New York, NEW YORK 10020

CH \$140.00 3530358

NAME OF SUBMITTER:	Anthony Ardito
Signature:	/Anthony Ardito/
Date:	01/14/2009
Total Attachments: 3 source=1224 LLC Assignment of TMs 01.14.09#page1.tif source=1224 LLC Assignment of TMs 01.14.09#page2.tif source=1224 LLC Assignment of TMs 01.14.09#page3.tif	

ASSIGNMENT OF TRADEMARKS

ASSIGNMENT OF TRADEMARKS, dated as of January 5, 2009 (this "Assignment"), is made by Bar TJ Holdings, LLC. (as "Assignor"), a New York Limited Liability Company having an office at 462 Seventh, New York, New York 10018 and 1224 LLC. ("Assignee") a Limited Liability Company having an office at 1400 Broadway 9th Floor, New York, New York 10018. Capitalized terms used herein but not otherwise defined herein have the meanings ascribed to them in the Purchase Agreement (as defined below).

W I T N E S S E T H:

A. Assignee and Assignor have entered into an a Sale and Purchase of Assets agreement dated 1/5, 2009 (the "Sale and Purchase of Assets"), pursuant to which Assignee has purchased certain assets from Assignor, including but not limited to the 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 therefore, 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 Assignment is made subject to the representations, warranties and other terms and conditions as set forth in the Purchase Agreement. In the event of any conflict between this Assignment and the Purchase Agreement, the provisions of the Purchase Agreement shall control.

[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.

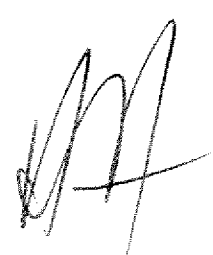
Bar TJ Holdings, LLC.

By: 

Name: Anthony Ardito

Title: Managing member

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SCHEDULE A

<u>TRADEMARK</u>	<u>SERIAL NO./REG.NO.</u>	<u>FILING DATE/REG. DATE</u>
MORGAN 4 EVER	3,530,358	March 3, 2008
MORGAN AND CO.	2,401,617	November 7, 2000
CITI DRESS	2, 227,136	March 2, 1999
BREAKIN' LOOSE	2,040,805	February 25, 1997
ULTRA DRESS	1,613,023	September 11, 1990

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