

2/19/09



Form PTO-1594 (Rev. 01-09)
OMB Collection 0651-0027 (exp. 02/28/2009)

02-24-2009

DEPT. OF COMMERCE
Trademark Office

RECORDATION FORM TRADEMARK



103549641

(es) below.

To the Director of the U. S. Patent and Trademark Office: Please rec

1. Name of conveying party(ies):

URBAN BRANDS, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Delaware
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes No

Additional names, addresses, or citizenship attached? Yes No

Name: THE NEW 5-7-9 AND BEYOND, INC.

Internal Address: _____

Street Address: 1000 Pennsylvania Avenue

City: Brooklyn

State: New York

Country: U.S. Zip: 11207

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship New York
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) February 5, 2009

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,548,888

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

MARIANNE

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Marc D. Moel

Internal Address: _____

c/o BlumbergExcelsior Corporate Services, Inc.

Street Address: 62 White Street

City: New York

State: NY Zip: 10013

Phone Number: 212-431-5000 ext. 570

Fax Number: 212-431-1441

Email Address: mdm@btmb.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature: Signature 2/18/09 Date

Marc D. Moel Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

U.S. TRADEMARK AND TRADE NAME ASSIGNMENT

This ASSIGNMENT, dated this 5th day of February, 2009, by and from URBAN BRANDS INC., a Delaware corporation with its principal place of business at 100 Metro Way, Secaucus, New Jersey 07094 (herein referred to as "Assignor"), to THE NEW 5-7-9 AND BEYOND, INC., a New York corporation, with its principal place of business at 1000 Pennsylvania Avenue, Brooklyn, New York 11207 (herein referred to as "Assignee").

WITNESSETH:

WHEREAS, Assignor is the owner of the United States trademark and trade name (collectively, the "Trademark"), and the trademark and trade name registration thereof, as set forth in Schedule A hereto (the "Registration"); and

WHEREAS, Assignee is desirous of acquiring the Trademark, and the Registration thereof.

NOW, THEREFORE, for good and valuable consideration, receipt whereof is hereby acknowledged, Assignor does hereby assign, transfer and convey unto the Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the Trademark and Registration thereof, together with the goodwill of the business connected with the use of and symbolized by the same, as well as all rights to damages or profits, due or accrued, arising out of past infringement of the same and the right to sue for and recover the same in the Assignee's own name.

This Agreement shall be deemed to constitute an absolute assignment to the Assignee of the Assignor's rights, title and interest in and to the Trademark and the Registration. The assignment of the Trademark and the Registration hereunder shall be effective automatically, without necessity of any further act by the Assignee.

In the event further acts are required from the Assignor, Assignor agrees to execute whatever additional documents may be necessary or convenient to implement the assignment herein made.

[Signatures on Following Page]

IN WITNESS WHEREOF, this Assignment has been executed this 5th day of February, 2009.

ASSIGNOR:

URBAN BRANDS INC.

By: *Amrita D. Bhatt*
Name: *Amrita D. Bhatt*
Title: *Chief Financial Officer*

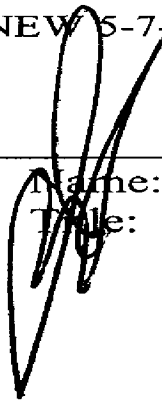
[US Trademark Assignment - Marianne]

ASSIGNEE:

THE NEWS-7-9 AND BEYOND, INC.

By: _____

Name: Joseph Chebar
Title: Vice President

A large, stylized handwritten signature in black ink, written over the signature line and extending upwards into the assignee name.

SCHEDULE A

UNITED STATES REGISTRATION

| <u>Mark</u> | <u>Reg. No.</u> | <u>Reg. Date</u> | <u>Class</u> |
|-------------|-----------------|------------------|--------------|
| MARIANNE | 2,548,888 | 3/19/02 | 025, 035 |