

**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>
Knothe Apparel Group, Inc.		03/18/2009	CORPORATION: ALABAMA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Varsity Spirit Corporation		
<b>Street Address:</b>	6745 Lenox Center Court		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Memphis		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	38115		
<b>Entity Type:</b>	CORPORATION: TENNESSEE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2082554	VARSITY	
Registration Number:	1812198	VARSITY	
Registration Number:	0879543	VARSITY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)575-0671		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-790-9200		
<b>Email:</b>	trademark@cfl.com		
<b>Correspondent Name:</b>	Arlana S. Cohen		
<b>Address Line 1:</b>	1133 Avenue of the Americas		
<b>Address Line 2:</b>	Cowan, Liebowitz & Latman, P.C.		
<b>Address Line 4:</b>	New York, NEW YORK 10036-6799		
<b>ATTORNEY DOCKET NUMBER:</b>	25894;ASC;NP		
<b>NAME OF SUBMITTER:</b>	Arlana S. Cohen		

OP \$90.00 2082554

Signature:

/Arlana S. Cohen/

Date:

03/19/2009

Total Attachments: 2

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**TRADEMARK ASSIGNMENT**

**ASSIGNMENT** made this 18th day of March, 2009, by and between Knothe Apparel Group, Inc. ("Assignor"), an Alabama corporation having an address at 1372 Broadway, 18<sup>th</sup> Floor, New York, New York 10018 and Varsity Spirit Corporation ("Assignee"), a Tennessee corporation having its principal place of business at 6745 Lenox Center Court, Suite 300, Memphis, Tennessee 38115.

**WHEREAS**, Assignor owns and is using the federally-registered trademarks set forth below (the "Marks"):

<b><u>MARK</u></b>	<b><u>COUNTRY</u></b>	<b><u>REGISTRATION NUMBER</u></b>
VARSITY	U.S.	2082554
VARSITY	U.S.	1812198
VARSITY (STYLIZED)	U.S.	0879543

**WHEREAS**, Assignee is desirous of acquiring the Marks and the goodwill of the business associated therewith, as well as the registrations therefor.

**NOW, THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor conveys, transfers, and assigns to Assignee all its right, title, and interest in and to the Marks and the federal registrations therefor, together with the goodwill of the business symbolized thereby.

Assignor further assigns to Assignee all rights to sue for, and receive all damages occurring from, past infringing uses of the Marks.

Assignor warrants that it has good and valid title to the Marks, including the registrations therefor; that the registrations are valid and enforceable and are not being challenged by any third parties; and that Assignor is not aware of any facts that could render those registrations invalid. Assignor agrees that upon request by Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee and do all other lawful acts necessary to carry out

the intent of this Assignment at Assignee's expense and request, as well as provide such other material, information, or assistance as Assignee may consider necessary.

This Assignment shall be binding on the parties, their successors, and/or assigns and all others acting by, through, with, or under their direction, and all those in privity therewith.

The undersigned states that he is authorized to execute this Assignment on behalf of Assignor; that he has read, knows and understands the contents thereof; that all statements made herein of his own knowledge are true and all statements made on information and belief are believed to be true; and that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code.

**KNOTHE APPAREL GROUP, INC.**

Dated: 07/18, 2009

  
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Name: Ricky Bern  
Title: Vice President