

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|---------------------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Habitual, LLC | | 03/30/2009 | LIMITED LIABILITY COMPANY: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | denimXworks, Inc. | | |
| Street Address: | 13344 South Main Street | | |
| Internal Address: | Suite B | | |
| City: | Los Angeles | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 90061 | | |
| Entity Type: | CORPORATION: CALIFORNIA | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3275754 | HABITUAL, NEW YORK, LOS ANGELES | |
| Registration Number: | 3061597 | | |
| Registration Number: | 2788654 | HABITUAL | |
| Registration Number: | 2814530 | H HABITUAL NEW YORK | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (310)846-4799 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 310 348-8200 | | |
| Email: | bjagger@brookskushman.com | | |
| Correspondent Name: | Bruce A. Jagger | | |
| Address Line 1: | 6701 Center Drive | | |
| Address Line 2: | Suite 610 | | |
| Address Line 4: | Los Angeles, CALIFORNIA 90045 | | |

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| ATTORNEY DOCKET NUMBER: | FIRA-0100-A |
| NAME OF SUBMITTER: | Bruce A. Jagger |
| Signature: | /bruce a jagger/ |
| Date: | 04/07/2009 |
| Total Attachments: 2 source=Assignment Habitual to DeminXworks#page1.tif source=Assignment Habitual to DeminXworks#page2.tif | |

TRADEMARKS - ASSIGNMENT

HABITUAL, LLC, a Delaware Limited Liability Company, for good and valuable consideration, receipt and adequacy of which are hereby acknowledged, does hereby assign and confirm the previous assignment of all right, title and interest in and to the following Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the Trademark Registrations therefor, to denimXworks, Inc., a Corporation of the State of California, USA.

United States Registered Trademarks

| <u>Trademark</u> | <u>Registration No.</u> |
|---------------------------------|-------------------------|
| Habitual, New York, Los Angeles | 3,275,754 |
| H plus Pocket Design | 3,061,597 |
| Habitual | 2,788,654 |
| H Habitual New York | 2,814,530 |

Canadian Registered Trademarks

| <u>Trademark</u> | <u>Registration No.</u> |
|----------------------|-------------------------|
| H plus Pocket Design | TMA679969 |

Australian Registered Trademarks

| <u>Trademark</u> | <u>Registration No.</u> |
|------------------|-------------------------|
| Pocket Design | 999211 |

Korean Registered Trademarks

| <u>Trademark</u> | <u>Registration No.</u> |
|----------------------|-------------------------|
| H plus Pocket Design | 830469 |

Community Trade Mark

| <u>Trademark</u> | <u>Registration No.</u> |
|----------------------|-------------------------|
| H plus Pocket Design | 3802014 |
| H plus Pocket Design | 0018144-001 |

IN WITNESS WHEREOF, Habitual, LLC has caused this trademark assignment to be signed in its name by its duly authorized representative this 30th day of March, 2009.

Habitual, LLC

By [Signature]
Its Managing Member

STATE OF CALIFORNIA)
) SS
COUNTY OF LOS ANGELES)

Subscribed and sworn to (or affirmed) before me this 30 day of MARCH, 2009, by YOSHIAKI KATO, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

(SEAL) [Signature]

