

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
Fortunoff Holdings, LLC		07/15/2009	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Source IP Holdco, LLC
Street Address:	100 Quentin Roosevelt Blvd., Suite 303
City:	Garden City
State/Country:	NEW YORK
Postal Code:	11530
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	1634537	FORTUNOFF
Registration Number:	1519572	AVIGNON
Registration Number:	1420819	FORTUNOFF
Registration Number:	1246875	F
Registration Number:	1065966	THE SOURCE
Registration Number:	1044488	FORTUNOFF, THE SOURCE
Registration Number:	0881240	FSS

CORRESPONDENCE DATA

Fax Number: (212)536-3901
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212 536 3900
 Email: calvina.bostick@klgates.com
 Correspondent Name: CALVINA BOSTICK
 Address Line 1: K&L GATES LLP

CH \$190.00 1634537

Address Line 2: 599 LEXINGTON AVENUE
Address Line 4: New York, NEW YORK 10022-6030

ATTORNEY DOCKET NUMBER:	FORTUNOFF/SOURCE IP HOLDC
NAME OF SUBMITTER:	Beata White
Signature:	/Beata White/
Date:	07/22/2009

Total Attachments: 6

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Master Trademark Assignment Agreement

**TRADEMARK ASSIGNMENT AGREEMENT
(Fortunoff Holdings, LLC)**

WHEREAS, Fortunoff Holdings, LLC ("Assignor"), a Delaware limited liability company, is the owner of its right, title and interest in and to each trademark and service mark used in Assignor's business, including, without limitation, those listed on the attached *Schedule A* pertaining thereto, together with all common law rights appurtenant thereto (collectively, the "Trademarks"), together with the goodwill of the business symbolized by the Trademarks and attaching thereto (the "Goodwill"); and

WHEREAS, Assignor desires and has agreed to assign its right, title and interest in and to the Trademarks and Goodwill to Source IP Holdco, LLC ("Assignee"), a Delaware limited liability company;

WHEREAS, Assignee desires and has agreed to take assignment of Assignor's right, title and interest in and to the Trademarks and Goodwill;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys to Assignee, its successors, legal representatives and assigns, all of Assignor's right, title, and interest in and to the Trademarks and Goodwill, forever, including without limitation, the right to petition, sue or otherwise seek and recover damages, profits and any other remedy (monetary, injunctive, declaratory or other), for any past, present or future infringement, dilution, conversion or misappropriation of, or other injury, offense, violation, breach of duty or wrong relation to any of the Trademarks and Goodwill, or any license, agreement, contract or other matter relating thereto, forever.

This Assignment is effective as of the date hereof. This Trademark Assignment and the covenants and agreements contained herein shall be binding upon Assignor, its survivors and assigns and shall inure to the benefit of Assignee, its successors and assigns.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of this 15 day of July, 2009.

SEAL

FORTUNOFF HOLDINGS, LLC

By: [Signature]
Name: Padraic Shanley
Title: Vice President Finance

State of New York
County of New York

On this 15 day of July, 2009, before me personally appeared Padraic Shanley, to me personally known, who being duly sworn, did say that he is the Vice Pres Finance of Fortunoff Holdings, LLC, and that he duly executed the foregoing instrument for and on behalf Fortunoff Holdings, LLC, as Vice Pres of Fortunoff Holdings, LLC, being duly authorized to do so by the Board of Directors of said corporation and that said individual acknowledged said instrument to be the free act and deed of said corporation.

[Signature]
Notary Public

Steven Neigelborn
STEVEN NEIGELBORN
Notary Public, State of New York
No. 30-8111380
Qualified in Queens County
Commission Expires Nov. 30, 2010
2010

SCHEDULE A

to

**TRADEMARK ASSIGNMENT AGREEMENT
(Fortunoff Holdings, LLC)**• **United States**

Mark	Reg./App. No.	Reg. Date
FORTUNOFF	United States 1,634,537	2/5/91
AVIGNON	United States 1,519,572	1/10/89
FORTUNOFF	United States 1,420,819	12/19/86
F (Stylized)	United States 1,246,875	8/2/83
THE SOURCE	United States 1,065,966	5/17/77
FORTUNOFF, THE SOURCE	United States 1,044,488	7/20/76
FSS (Stylized)	United States 881,240	11/25/69

• **Foreign**

Mark	Reg./App. No.	Reg. Date
FORTUNOFF, THE SOURCE	Argentina 1699958	11/3/98
FORTRON	Australia 410110	6/14/84
FORTUNOFF	Australia 507019	3/17/89
FORTUNOFF	Australia 393761	7/7/83
FORTUNOFF, THE SOURCE	Bahamas 11332	6/29/98
THE SOURCE	Canada TMA0311678	2/28/86
FORTUNOFF, THE SOURCE	Canada TMA0311679	2/28/86

Mark	Reg./App. No.	Reg. Date
FORTUNOFF	European Community 1242072	10/23/01
FORTRON	Taiwan 280446	4/6/95
FORTUNOFF	Taiwan 502304	7/1/94
FORTUNOFF	Taiwan 498532	9/16/00
FORTUNOFF	Taiwan 483514	5/1/00
FORTUNOFF	France 1251719	11/21/83
FORTUNOFF	Germany 1063354	5/15/84
FORTRON	Hong Kong 920/1985	6/20/84
FORTUNOFF	Hong Kong 66/1992	5/17/90
FORTUNOFF	Hong Kong 5251/94	5/17/90
FORTUNOFF	Hong Kong 3098/1991	5/17/90
FORTUNOFF	Hong Kong 8743/1995	3/2/95
FORTUNOFF, THE SOURCE	Hong Kong 1410/1986	3/4/85
FORTUNOFF, THE SOURCE	India 423345	6/18/98
FORTUNOFF, THE SOURCE	Ireland 114669	6/12/91
FORTRON	Ireland 111518	6/12/91
FORTUNOFF, THE SOURCE	Ireland 114668	6/12/91
FORTRON	Israel 59009	6/20/91
FORTUNOFF, THE SOURCE	Israel 57369	10/17/90
FORTUNOFF	Italy 419365	11/16/83
FORTUNOFF, THE SOURCE	Italy 419366	10/16/83
FORTUNOFF, THE SOURCE	Jamaica 21841	7/4/91

Mark	Reg./App. No.	Reg. Date
FORTUNOFF	Japan 4695944	8/1/03
FORTUNOFF	Japan 2334888	9/30/91
FORTUNOFF	Japan 2329398	8/30/91
FORTUNOFF	Japan 2472630	10/30/92
FORTUNOFF	Japan 2354788	11/29/91
FORTUNOFF	Japan 2443475	8/31/92
FORTUNOFF	Japan 2427630	10/30/92
FORTUNOFF	Japan 2435287	7/31/92
THE SOURCE	Japan 1948578	4/30/87
FORTUNOFF	Korea (South) 201135	9/20/00
FORTUNOFF	Korea (South) 209487	2/6/01
FORTUNOFF	Korea (South) 211991	4/1/01
FORTUNOFF, THE SOURCE	Korea (South) 106287	10/24/94
FORTUNOFF, THE SOURCE	Korea (South) 106285	10/24/94
FORTUNOFF	Macao 441-M	8/13/00
FORTUNOFF	Macao 442-M	7/2/00
FORTUNOFF, THE SOURCE	Malaysia 85/03426	8/6/92
FORTUNOFF	Mexico 815545	5/7/02
FORTRON	New Zealand 153232	6/13/91
FORTUNOFF, THE SOURCE	New Zealand 153230	6/13/91
FORTUNOFF, THE SOURCE	New Zealand 153231	6/13/91
FORTUNOFF, THE SOURCE	Pakistan 87254	8/15/92

Mark	Reg./App. No.	Reg. Date
FORTUNOFF	Paraguay 203627	4/27/98
FORTUNOFF, THE SOURCE	Puerto Rico 26751	10/5/96
FORTRON	Singapore T8403459C	6/28/01
FORTUNOFF, THE SOURCE	Singapore T8305646A	10/27/90
FORTUNOFF, THE SOURCE	Republic of South Africa 5217/84	6/13/94
FORTRON (Special Script)	Switzerland 327998	10/21/03
FORTRON (Special Script)	Switzerland 8181	10/21/83
FORTRON PALACE	Switzerland P-334309	9/6/84
FORTUNOFF	Switzerland P-341676	9/4/85
THE SOURCE	Switzerland P-336827	7/24/84
FORTUNOFF, THE SOURCE	Thailand 284729/KOR2 9346	5/2/95
FORTRON	U.K. 1220636	7/12/91
FORTUNOFF	U.K. 1243261	6/3/92