

**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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
One Step Up, Ltd.		12/22/2009	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

<b>Name:</b>	OUTRCO, Inc.
<b>Street Address:</b>	103 Foulk Road
<b>Internal Address:</b>	Suite 202
<b>City:</b>	Wilmington
<b>State/Country:</b>	DELAWARE
<b>Postal Code:</b>	19803
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	2135128	ELLEMENNO
Registration Number:	3248128	HILLARD & HANSON
Registration Number:	2828600	HILLARD & HANSON
Registration Number:	2121787	HILLARD & HANSON
Registration Number:	2121733	HILLARD & HANSON

**CORRESPONDENCE DATA**

Fax Number: (615)687-6993  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 615-238-6304  
 Email: trademarks@bonelaw.com  
 Correspondent Name: Paul W. Kruse  
 Address Line 1: 511 Union Street  
 Address Line 2: Suite 1600  
 Address Line 4: Nashville, TENNESSEE 37219

OP \$140.00 2135128

ATTORNEY DOCKET NUMBER:	113273-60800
NAME OF SUBMITTER:	Paul W. Kruse
Signature:	/Paul W. Kruse/
Date:	01/06/2010
Total Attachments: 2 source=TM- Assignment (00443164)#page1.tif source=TM- Assignment (00443164)#page2.tif	

**TRADEMARK ASSIGNMENT**

TRADEMARK ASSIGNMENT made as of December 22, 2009 by and among One Step Up, Ltd. with an address at 1412 Broadway, 3rd Floor, New York, New York 10018 (the "Assignor") and OUTRCO, Inc. with an address at 103 Foulk Road, Suite 202, Wilmington, Delaware 19803 (the "Assignee"). Assignee is a Corporation of Delaware.

Assignor owns all right, title and interest to certain trademarks, the applications and/or registrations for which are set forth in SCHEDULE A (collectively, the "Trademarks"). Assignor wishes to assign all right, title and interest to the Trademark) to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee, its successors, assigns and legal representatives, the entire, full and exclusive right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks and any applications and/or registrations there for, and the right (but not the obligation) to assert the Trademarks and to collect for all past, present and future infringements, and claims for damages and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto throughout the world by reason of any past and future acts of infringement that have occurred or may occur.

If any of the Trademarks are the subject of an application based on Assignor's bona fide intent to use the Trademarks in commerce, Assignor hereby represents that Assignee is the successor to the portion of Assignor's ongoing and existing business to which the application and the Trademarks pertain.

One Step Up, Ltd.

OUTRCO, Inc.

By:  \_\_\_\_\_

By: Michael Maddaloni

Name: HARRY ADJMI

Name: Michael Maddaloni

Title: PRESIDENT/CEO

Title: President

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**SCHEDULE A**

**Marks**

**ELLEMENNO** (Registration No.2135128)

For clothing, namely, t-shirts, tops and shorts;

**HILLARD & HANSON** (Registration No. 3248128)

For Decorative pillows; shower curtain rings; bath accessories, namely, toothbrush holder, tumblers, soap dish, soap dispenser, lotion dispenser, waste baskets, and cotton ball jars; bathmats and rugs; bedding, namely, bed spreads, comforters, comforter sets, duvets, duvet covers, coverlets, blankets, quilts, quilt sets, throws, sheets, sheet sets, pillow cases and shams, dust ruffles and bed skirts; towels, namely, bath towels, hand towels, and wash towels; shower curtains;

**HILLARD & HANSON** (Registration No. 2828600)

For handbags; belts, scarves, hats, gloves, bras, and panties;

**HILLARD & HANSON** (Registration No. 2121787)

For apparel, namely, tops, shirts, sweaters, vests, skorts, shorts, skirts, pants, jackets, hosiery and shoes; and

**HILLARD & HANSON** (Registration No. 2121733)

For jewelry, namely earrings, bracelets and necklaces.

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