

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
NYDJ Apparel, LLC		03/15/2010	LIMITED LIABILITY COMPANY: NEW YORK

**RECEIVING PARTY DATA**

<b>Name:</b>	D.E. Shaw Direct Capital Portfolios, L.L.C., as Agent
<b>Street Address:</b>	10000 Memorial Drive
<b>Internal Address:</b>	Suite 500
<b>City:</b>	Houston
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	77024
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 38**

Property Type	Number	Word Mark
Registration Number:	3298824	TUMMY TUCK
Registration Number:	2841567	NYDJ
Registration Number:	3601810	NOT YOUR DAUGHTER'S JEANS
Registration Number:	3598081	NYDJ
Registration Number:	3438983	MADE FOR REAL WOMEN WITH REAL CURVES
Registration Number:	3342439	
Registration Number:	3700453	
Registration Number:	3230251	
Registration Number:	2818160	NOT YOUR DAUGHTER'S JEANS
Serial Number:	77884575	LIFT TUCK TECHNOLOGY
Serial Number:	77884352	LIFT TUCK TECHNOLOGY
Serial Number:	77884340	LIFT TUCK TECHNOLOGY
Serial Number:	77884332	LIFT TUCK TECHNOLOGY

OP \$965.00 3298824

Serial Number:	77835651	NOT YOUR DAUGHTER'S JEANS
Serial Number:	77835647	NOT YOUR DAUGHTER'S JEANS
Serial Number:	77835641	NOT YOUR DAUGHTER'S JEANS
Serial Number:	77835629	NOT YOUR DAUGHTER'S JEANS
Serial Number:	77835617	NYDJ
Serial Number:	77784057	THE MOST UPLIFTING JEANS EVER
Serial Number:	77674817	NYDJ
Serial Number:	77674807	NOT YOUR DAUGHTER'S JEANS LOS ANGELES
Serial Number:	77674330	NOT YOUR DAUGHTER'S JEANS LOS ANGELES
Serial Number:	77674327	NOT YOUR DAUGHTER'S JEANS LOS ANGELES
Serial Number:	77674326	NOT YOUR DAUGHTER'S JEANS LOS ANGELES
Serial Number:	77674324	NOT YOUR DAUGHTER'S JEANS LOS ANGELES
Serial Number:	77674322	NYDJ
Serial Number:	77674319	NYDJ
Serial Number:	77674316	NYDJ
Serial Number:	77674314	NYDJ
Serial Number:	77674310	LIFT TUCK TECHNOLOGY
Serial Number:	77674308	LIFT TUCK
Serial Number:	77674304	
Serial Number:	77574368	NYDJ
Serial Number:	77574338	TUMMY TUCK T'S
Serial Number:	77574327	TUMMY TUCK TEASE
Serial Number:	77548647	NYDJ
Serial Number:	77548640	SLIM'R
Serial Number:	77548635	SLIM'R JEANS

**CORRESPONDENCE DATA**

Fax Number: (919)416-8328  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 9192868041  
Email: pto\_tmconfirmation@mvalaw.com  
Correspondent Name: Moore & Van Allen PLLC  
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Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 026897-000039 JES

NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	03/17/2010
Total Attachments: 5 source=ngsi-t nydj apparel#page1.tif source=ngsi-t nydj apparel#page2.tif source=ngsi-t nydj apparel#page3.tif source=ngsi-t nydj apparel#page4.tif source=ngsi-t nydj apparel#page5.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of March 15, 2010 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors"), D. E. Shaw Direct Capital Portfolios, L.L.C., as agent (in such capacity, the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted and hereby grants a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders, subject to and upon the terms and conditions of the Agreement, which are incorporated herein by reference:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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See Schedule 1 attached hereto.

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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See Schedule 1 attached hereto.

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

NYDJ APPAREL, LLC

By: 

Name: Steven L. Brink

Title: Executive Vice President

NYDJ APPAREL, LLC  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 004168 FRAME: 0298**

Acknowledged and Accepted:

D. E. SHAW DIRECT CAPITAL PORTFOLIOS, L.L.C., as Agent

By: W. Todd Huskinson

Name: W. Todd Huskinson

Title: Authorized Signatory

NYDJ APPAREL, LLC  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 004168 FRAME: 0299**

**Schedule 1**

**NYDJ Apparel, LLC  
(NY LLC)**

**U.S. Trademarks**

**Registered Marks**

Mark	Registration No.	Registration Date
TUMMY TUCK	3298824	09/25/07
NYDJ	2841567	05/11/04
NOT YOUR DAUGHTER'S JEANS	3601810	04/07/09
NYDJ	3598081	03/31/09
MADE FOR REAL WOMEN WITH REAL CURVES	3438983	06/03/08
Design only	3342439	11/27/07
Design only	3700453	10/20/09
Design only	3230251	04/17/07
NOT YOUR DAUGHTER'S JEANS	2818160	02/24/04

**Pending Applications**

Mark	Application No.	Filing Date
LIFT TUCK TECHNOLOGY and Design	77884575	12/02/09
LIFT TUCK TECHNOLOGY and Design	77884352	12/02/09
LIFT TUCK TECHNOLOGY and Design	77884340	12/02/09
LIFT TUCK TECHNOLOGY and Design	77884332	12/02/09
NOT YOUR DAUGHTER'S JEANS	77835651	09/25/09
NOT YOUR DAUGHTER'S JEANS	77835647	09/25/09
NOT YOUR DAUGHTER'S JEANS	77835641	09/25/09
NOT YOUR DAUGHTER'S JEANS	77835629	09/25/09
NYDJ	77835617	09/25/09
THE MOST UPLIFTING JEANS EVER	77784057	07/17/09
NYDJ and Design	77674817	02/20/09
NOT YOUR DAUGHTER'S JEANS LOS ANGELES	77674807	02/20/09
NOT YOUR DAUGHTER'S JEANS LOS ANGELES	77674330	02/19/09
NOT YOUR DAUGHTER'S JEANS LOS ANGELES	77674327	02/19/09
NOT YOUR DAUGHTER'S JEANS LOS ANGELES	77674326	02/19/09
NOT YOUR DAUGHTER'S JEANS LOS ANGELES	77674324	02/19/09
NYDJ and Design	77674322	02/19/09
NYDJ and Design	77674319	02/19/09
NYDJ and Design	77674316	02/19/09
NYDJ and Design	77674314	02/19/09
LIFT TUCK TECHNOLOGY and Design	77674310	02/19/09
LIFT TUCK	77674308	02/19/09
Design only	77674304	02/19/09
NYDJ	77574368	09/19/08
TUMMY TUCK T'S	77574338	09/19/08
TUMMY TUCK TEASE	77574327	09/19/08
NYDJ	77548647	08/15/08

Mark	Application No.	Filing Date
SLIM'R	77548640	08/15/08
SLIM'R JEANS	77548635	08/15/08

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RECORDED: 03/17/2010

TRADEMARK  
REEL: 004168 FRAME: 0301