

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 |
| BTWW Liquidation Trust | FORMERLY BTTW GenPar, L.L.C. | 06/14/2010 | TRUST: TEXAS |
| BTTW Retail Liquidation Trust | FORMERLY BTWW Retail, L.P. | 06/14/2010 | TRUST: TEXAS |
| RECEIVING PARTY DATA | | | |
| Name: | Smith Brothers, Inc. | | |
| Street Address: | P.O. Box 2700 | | |
| City: | Denton | | |
| State/Country: | TEXAS | | |
| Postal Code: | 76202-2700 | | |
| Entity Type: | CORPORATION: TEXAS | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3597037 | SERGEANT'S WESTERN WORLD | |
| Registration Number: | 3597036 | SERGEANT'S | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (207)791-3111 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 207-791-3000 | | |
| Email: | cfournier@preti.com | | |
| Correspondent Name: | Chelsea Fournier | | |
| Address Line 1: | P.O. Box 9546 | | |
| Address Line 4: | Portland, MAINE 04112-9546 | | |
| ATTORNEY DOCKET NUMBER: | 27304 | | |
| NAME OF SUBMITTER: | Chelsea E. Fournier, Esq. | | |
| Signature: | /Chelsea E. Fournier/ | | |

CH \$65.00 3597037

900165641

TRADEMARK
REEL: 004232 FRAME: 0559

Date:

06/28/2010

Total Attachments: 4

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source=Smith Brothers Memo of Assignment from BTTW Retail#page1.tif

source=Smith Brothers Memo of Assignment from BTTW Retail#page2.tif

MEMORANDUM OF ASSIGNMENT OF TRADEMARKS

THIS MEMORANDUM OF ASSIGNMENT OF TRADEMARKS is made and entered into as of June 14, 2010, by and between BTWW GenPar, L.L.C., a Texas limited liability company with its principal place of business at Suite 190, 1130 Dragon Street, Dallas TX 75207, ("Assignor"), and Smith Brothers, Inc., a Texas corporation ("Assignee").

Assignor is the joint applicant and/or current owner, along with BTWW Retail, L.P., a Texas limited partnership with its principal place of business at Suite 190, 1130 Dragon Street, Dallas TX 75207, of the trademarks listed on Exhibit A attached hereto (the "Trademarks"), the trademarks having been registered by the United States Patent and Trademark Office. The undersigned, as signatory to the "Agreement" relating to settlement of certain disputes regarding the Trademarks, agreed to assign the Trademarks to Assignee as of April 13, 2009. Assignor and Assignee have, since April 13, 2009 acted in accordance with the intent of the terms of the Agreement, but have until now failed to effect the assignment in written agreement. Now, in confirmation of such assignment of the Trademarks from Assignor to Assignee, Assignor confirms that rights in the Trademarks listed on Exhibit A attached hereto and the related good will associated with the Trademarks have been assigned to Assignee, as of April 13, 2009.

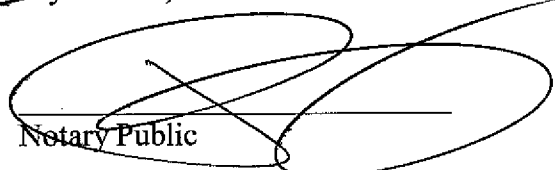
BTWW ~~GenPar, L.L.C.~~ Liquidation Trust

Dorene Bobott

By Dorene Bobott
Title Managing Director
Clear Thinking Group LLC
Liquidation Trustee

State of Connecticut)
) ss.
County of Walden)

Before me personally appeared Dorene Bobott, and acknowledged the foregoing instrument to be their free act and deed this 14 day of June, 2010.



Notary Public

BRIAN STEFFES
Notary Public, Connecticut
My Commission Expires August 31, 2014

EXHIBIT A

FEDERALLY REGISTERED U.S. TRADEMARKS

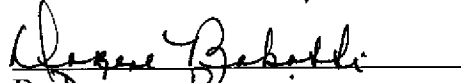
| MARK | SERIAL NO. | REGISTRATION NO. |
|-----------------------------|-------------------|-------------------------|
| SERGEANT'S | 77/073,613 | 3597036 |
| SERGEANT'S WESTERN WORLD | 77/073,630 | 3,597,037 |

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BTWW Retail, ~~LLP~~ Liquidation Trust


By DORENE ROBOTTI
Title Managing Director
Clear Thinking Group LLC
Liquidation Trustee

State of CONNECTICUT)
) ss.
County of MIDDLESEX)

Before me personally appeared DORENE ROBOTTI, and acknowledged the foregoing instrument to be their free act and deed this 14th day of June, 2010.

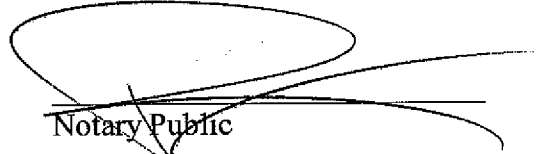

Notary Public
BRIAN STEFFES
Notary Public, Connecticut
My Commission Expires August 31, 2014

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