

**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
Aeropostale West, Inc.		08/02/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Aeropostale Procurement Company, Inc.
Street Address:	112 West 34th Street, 22nd Fl
City:	New York
State/Country:	NEW YORK
Postal Code:	10120
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 46**

Property Type	Number	Word Mark
Serial Number:	77976066	PS FROM AEROPOSTALE
Serial Number:	77488922	PS09 ATHLETIC DEPT. AERO
Serial Number:	77488916	AEROPOSTALE PS 09 ORIGINAL BRAND
Serial Number:	77488912	AEROPOSTALE PS 09 ORIGINAL BRAND
Registration Number:	3000665	87
Registration Number:	3651711	87
Registration Number:	3669841	87
Registration Number:	2680386	A
Registration Number:	3151023	A87
Registration Number:	3477550	A87
Registration Number:	2911335	AERO
Registration Number:	2937762	AERO
Registration Number:	3529688	AERO
Registration Number:	3545732	AERO

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Registration Number:	2927817	AERO ATHLETICS
Registration Number:	3289070	AERO DUO CAP
Registration Number:	2994295	AERO HOUSE
Registration Number:	3321655	AERO SAND SPEAKERS
Registration Number:	1354292	AEROPOSTALE
Registration Number:	3361416	AEROPOSTALE
Registration Number:	3444014	AEROPOSTALE
Registration Number:	1485368	AEROPOSTALE
Registration Number:	1487211	AEROPOSTALE
Registration Number:	1525345	AEROPOSTALE
Registration Number:	1548372	AEROPOSTALE
Registration Number:	3233142	AEROPOSTALE
Registration Number:	3381679	AÉROPOSTALE
Registration Number:	3285335	AEROPOSTALE
Registration Number:	3287647	AEROPOSTALE
Registration Number:	3293234	AÉROPOSTALE
Registration Number:	3361415	AEROPOSTALE
Registration Number:	3384078	AÉROPOSTALE
Registration Number:	3443836	AEROPOSTALE
Registration Number:	2680387	AEROPOSTALE A
Registration Number:	1441289	AEROPOSTALE COMPAGNIE GENERALE FAISANT L'IMPOSSIBLE!: SERVICE QUOTIDIEN POUR L'ESPAGNE, LE MAROC & L'ALGERIE.
Registration Number:	3361429	AEROPOSTALE SINCE 1987
Registration Number:	3532383	EIGHTY 7
Registration Number:	3421014	EIGHTY SEVEN
Registration Number:	3336202	
Registration Number:	3041426	
Registration Number:	3095135	
Registration Number:	3693636	PS FROM AEROPOSTALE
Registration Number:	3709721	PS FROM AEROPOSTALE
Registration Number:	3716916	PS FROM AEROPOSTALE
Registration Number:	3794934	PS FROM AEROPOSTALE
Registration Number:	3285272	AEROPOSTALE

Fax Number: (646)417-5697  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 646-452-1851  
Email: eslezak@aeropostale.com  
Correspondent Name: Edward M. Slezak  
Address Line 1: 112 West 34th Street, 22nd Fl  
Address Line 4: New York, NEW YORK 10120

ATTORNEY DOCKET NUMBER:	US TRADEMARK ASSISGNMENT
NAME OF SUBMITTER:	Edward M. Slezak
Signature:	/Edward M. Slezak/
Date:	08/03/2010

Total Attachments: 4  
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U.S. TRADEMARK ASSIGNMENT


WHEREAS, Aeropostale West, Inc., a corporation organized under the laws of the State of Delaware, having offices at 201 Willowbrook Avenue, Wayne, NJ 07470 ("Assignor"), is the owner of the U.S. federal trademark registrations and trademark applications, set forth on Schedule A annexed hereto (collectively, the "Marks") and the goodwill associated; and

WHEREAS, Aeropostale Procurement Company, Inc., a corporation organized under the laws of the State of Delaware, having offices at 112 West 34th Street, 22nd Fl, New York, NY 10120 ("Assignee"), has acquired the Marks and the goodwill associated therewith.

NOW, THEREFORE, effective as of August 2, 2010, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby confirms that it has assigned and transferred to Assignee all of Assignor's right, title and interest in and to the Marks, together with the goodwill of the business symbolized by such Marks, and the right to sue for past infringements.

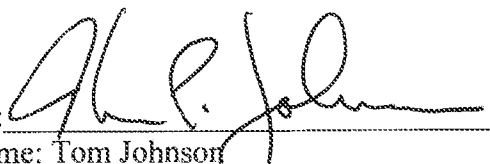
IN WITNESS WHEREOF, Assignor has signed this Assignment this 2nd day of August, 2010.

AEROPOSTALE WEST, INC.

By:   
Name: Edward M. Slezak  
Title: SVP-Secretary and General Counsel

ACCEPTED AND ACKNOWLEDGED BY:

AEROPOSTALE PROCUREMENT COMPANY, INC.

By:   
Name: Tom Johnson  
Title: Co-Chief Executive Officer

SCHEDULE A

U.S. Federally Registered Trademarks

MARK	REGISTRATION NUMBER
87	3000665
87	3651711
87	3669841
A	2680386
A87	3151023
A87	3477550
AERO	2911335
AERO	2937762
AERO	3529688
AERO	3545732
AERO ATHLETICS	2927817
AERO DUO CAP	3289070
AERO HOUSE	2994295
AERO SAND SPEAKERS	3321655
AEROPOSTALE	1354292
AEROPOSTALE	3361416
AEROPOSTALE	3444014
AÉROPOSTALE	1485368
AÉROPOSTALE	1487211
AÉROPOSTALE	1525345
AÉROPOSTALE	1548372
AÉROPOSTALE	3233142
AÉROPOSTALE	3381679
AÉROPOSTALE	3285272
AÉROPOSTALE	3285335

MARK	REGISTRATION NUMBER
AÉROPOSTALE	3287647
AÉROPOSTALE	3293234
AÉROPOSTALE	3361415
AÉROPOSTALE	3384078
AÉROPOSTALE	3443836
AÉROPOSTALE A	2680387
AÉROPOSTALE COMPAGNIE GENERALE FAISANT L'IMPOSSIBLE!: SERVICE QUOTIDIEN POUR L'ESPAGNE, LE MARCO & L'ALGERIE	1441289
AÉROPOSTALE SINCE 1987	3361429
EIGHTY 7	3532383
EIGHTY SEVEN	3421014
SIGNATURE POCKET	3336202
TURTLE	3041426
WHALE	3095135
PS FROM AÉROPOSTALE	3693636
PS FROM AÉROPOSTALE	3709721
PS FROM AÉROPOSTALE	3716916
PS FROM AÉROPOSTALE	3794934

U.S. Federal Trademark Applications

MARK	SERIAL NUMBER
PS FROM AÉROPOSTALE	77976066
PS09 ATHLETIC DEPT. AERO	77488922
AÉROPOSTALE PS 09 ORIGINAL BRAND	77488916
AÉROPOSTALE PS 09 ORIGINAL BRAND	77488912