

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
PALLADIO LEASING S.P.A.		09/20/2010	JOINT STOCK COMPANY: ITALY

RECEIVING PARTY DATA

Name:	FASHION BOX S.P.A.
Street Address:	VIA MARCOAI, 1
City:	31011 ASOLO - FRAZIONE CASELLA (TV)
State/Country:	ITALY
Entity Type:	JOINT STOCK COMPANY: ITALY

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	2339609	
Registration Number:	3029919	WR
Registration Number:	2524445	R
Registration Number:	1930971	REPLAY
Registration Number:	1355448	REPLAY
Registration Number:	1829129	REPLAY
Registration Number:	2789016	REPLAY
Registration Number:	1549232	REPLAY
Registration Number:	2282633	REPLAY BLUE JEANS
Registration Number:	2446654	REPLAY BLUE JEANS

CORRESPONDENCE DATA

Fax Number: (216)579-6073
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 216-579-1700

CH \$265.00 2339609

Email: lhawkins@pearne.com
Correspondent Name: JOHN P. MURTAUGH/PEARNE & GORDON LLP
Address Line 1: 1801 EAST 9TH STREET, SUITE 1200
Address Line 4: CLEVELAND, OHIO 44114-3108

ATTORNEY DOCKET NUMBER:

BRAQ-J3883

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:

JOHN P. MURTAUGH

Signature:

/johnpmurtaugh/

Date:

09/24/2010

Total Attachments: 9
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**DEED OF ASSIGNMENT
UNITED STATES OF AMERICA**

THIS DEED is made between:

PALLADIO LEASING S.p.A., of Via Battaglione Framarin 4, 36100 Vicenza, Italy, a joint stock company organized and existing under the laws of ITALY

("the Assignor");

and

FASHION BOX S.p.A., of Via Marcoai 1, 31011 ASOLO (TV) Frazione Casella, Italy, a joint stock company organized and existing under the laws of ITALY

("the Assignee");

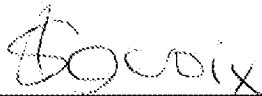
WHEREAS:

- (a) The Assignor is the proprietor of the trade marks in the **United States of America** as set out in the attached schedule marked "Annex A" (the "Trademarks"); and
- (b) The Assignor and the Assignee have agreed that the Trademarks should be transferred to the Assignee.

IT IS AGREED THAT:

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the Assignor, the Assignor hereby assigns, transfers and sets over unto the Assignee, its successors and assigns, all rights, title and interests the **United States of America** in the Trademarks, together with the goodwill of the business represented and symbolised by the Trademarks, and the Assignee accepts the said assignment.

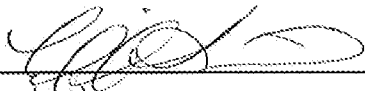
Signed as a Deed in Munich, Germany on behalf of the Assignor this 20th day of September 2010 by



(Signature)

Sylvia Lacroix, Proxy-Holder of **PALLADIO LEASING S.p.A.**

Signed as a Deed in Munich, Germany on behalf of the Assignee this 20th day of September 2010 by



(Signature)

Tiffany Valeriano, Proxy-Holder of **FASHION BOX S.p.A.**

US - UNITED STATES OF AMERICA

Schedule A - List of Trademarks

Trademark Name	Classes	Application date	Application No.	Registration date	Registration No.	Renewal date
FIGURA DI GABBIANO (NUOVO DISEGNO)	25	23.10.1997	75/378035	11.04.2000	2339609	11.04.2020
W STILIZZATA R	25	28.04.2004	76/589200	13.12.2005	3029919	13.12.2015
R FIGURA TASCA	25	15.05.2000	76/048777	01.01.2002	2524445	01.01.2012
REPLAY	25			29.06.2005	1930971	31.10.2015
REPLAY	25			14.07.2005	1355448	20.08.2015
REPLAY	3, 9, 14, 16, 18			03.05.2004	1829129	05.04.2014
REPLAY	35, 42	19.06.1997	75/311541	02.12.2003	2789016	02.12.2013
REPLAY (FIG.) CON SCUDO	25	21.09.1988	754315	25.07.1989	1549232	04.09.2019
REPLAY BLUE JEANS	25	19.11.1997	75/393154	05.10.1999	2282633	05.10.2019
REPLAY BLUE JEANS	35	19.06.1997	75/311.546	24.04.2001	2446654	24.04.2011

POWER OF ATTORNEY

The undersigned

Mr. Attilio Biancardi

of

PALLADIO LEASING S.p.A. of Via Battaglione Framarin 4, Vicenza, (formerly Via Battaglione Framarin 14, Vicenza), a company organized and existing under the laws of ITALY being authorized to represent and bind PALLADIO LEASING S.p.A., in accordance with its articles of association.

DO HEREBY GRANT

Power of Attorney to

- Dr. Volker Spitz, born on January 17, 1961, CEO of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany
- and/or
- Thomas Golda, born on October 17, 1966, Chairman of the Supervisory Board of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany
- and/or
- Sylvia Lacroix, born on June 2, 1970, COO of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany
- and/or
- Tiffany Valeriano, born on November 30, 1982, Head of Assignment Projects Department at Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany
- and/or
- Marion Wanzke, born on January 3rd, 1971, Project Leader in Assignment Projects Department of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany

to act on behalf of the company in respect of exclusively the recordal of

- change of name
- change of legal entity
- change of address
- assignment
- merger

for all the trademarks of the company PALLADIO LEASING S.p.A. in the following countries: Anguilla, Antigua & Barbuda, Argentina, Aruba, Australia, Bahamas, Barbados, Benelux, Bolivia, Brazil, Canada, Chile, Colombia, Costa Rica, Dominica, Dominican Republic, Ecuador, Guatemala, Haiti, Honduras, Jamaica, Mexico, Montserrat, Netherlands Antilles, New Zealand, Nicaragua, Panama, Paraguay, Peru, Saint Kitts and Nevis, Saint Lucia, Trinidad and Tobago, Turks and Caicos Islands, United States, Uruguay, Venezuela and also for all the International Registrations with protection in different countries.

ASOLO, 6 LUGLIO, 2010

(Place and Date)

(Signature/Position)

(Notarized by means of Apostille)

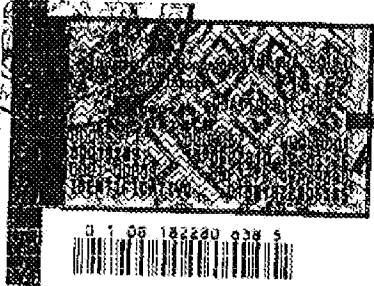
TRADEMARK

REEL: 004284 FRAME: 0132

Visto per la verità della firma apposta alla mia presenza dal signor:

- BIANCARDI ATTILIO, nato a Castelmasza (RO) il giorno 5 luglio 1944, domiciliato per la carica ove appreso, nella sua qualità di procuratore speciale e legale rappresentante della società "PALLADIO LEASING S.P.A." con sede in Vicenza in via Btg.Framarin n.14, giusta procura autenticata nella firma in data 7 giugno 2010 al N.58.070 di rep. dr.ssa Giulia Clarizzo, Notaio in Schio, della cui identità personale e qualifica io Notaio sono certo. Asolo, 6 (sei) luglio 2010 (duemiladieci).

Handwritten signature of Francesco Ingarato connecting two circular notary seals.



APOSTILLE
 (Convention de La Haye du 5 octobre 1961)

1. Paese: REPUBBLICA ITALIANA
 Il presente atto pubblico

2. è stato sottoscritto da FRANCESCO INGARATO

3. agente in qualità di Notaio

4. porta il sigillo/timbro di _____

Attestato
 - 9 LUG. 2010

5. a TREVISO 6. il _____

7. da PROCURATORE DELLA REPUBBLICA

8. sotto il numero 1266

9. Sigillo/Timbro 10. Firma
 PROCURATORE DELLA REPUBBLICA
Antonio F. Scialoja



POWER OF ATTORNEY

The undersigned

Mr. Attilio Biancardi

of

FASHION BOX S.p.A. of Via Marcoai 1 – 31011 ASOLO (TV) Frazione Casella, a company organized and existing under the laws of ITALY being authorized to represent and bind FASHION BOX S.p.A., in accordance with its articles of association.

DO HEREBY GRANT

Power of Attorney to

- Dr. Volker Spitz, born on January 17, 1961, CEO of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany

and/or

- Thomas Golda, born on October 17, 1966, Chairman of the Supervisory Board of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany

and/or

- Sylvia Lacroix, born on June 2, 1970, COO of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany

and/or

- Tiffany Valeriano, born on November 30, 1982, Head of Assignment Projects Department at Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany

and/or

- Marion Wanzke, born on January 3rd, 1971, Project Leader in Assignment Projects Department of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany

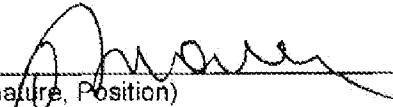
to act on behalf of the company in respect of exclusively the recordal of

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- merger

for all the trademarks of the company FASHION BOX S.p.A. in the following countries: Anguilla, Antigua & Barbuda, Argentina, Aruba, Australia, Bahamas, Barbados, Benelux, Bolivia, Brazil, Canada, Chile, Colombia, Costa Rica, Dominica, Dominican Republic, Ecuador, Guatemala, Haiti, Honduras, Jamaica, Mexico, Montserrat, Netherlands Antilles, New Zealand, Nicaragua, Panama, Paraguay, Peru, Saint Kitts and Nevis, Saint Lucia, Trinidad and Tobago, Turks and Caicos Islands, United States, Uruguay, Venezuela and also for all the International Registrations with protection in different countries.

Asolo, 6 LUGLIO, 2010

(Place and Date)



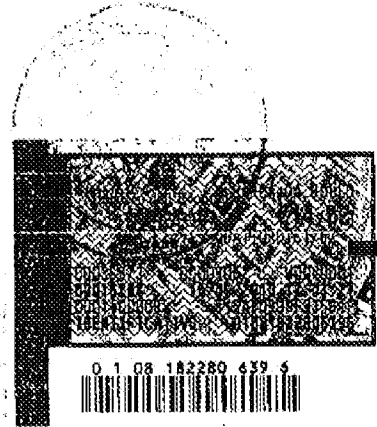
(Signature, Position)

(Notarized by means of Apostille)

TRADEMARK
REEL: 004284 FRAME: 0134

Visto per la verità della firma apposta alla mia presenza dal signor:
Biancardi Attilio, nato a Castelmasa (RO) il giorno 5 luglio 1944, domiciliato
per la carica ove appresso, nella sua qualità di Vice Presidente del Consiglio
di Amministrazione e legale rappresentante della società "FASHION BOX
S.P.A." con sede in Asolo (TV) via Marcoai n.1, della cui identità personale e
qualifica io Notaio sono certo.

Asolo, 6 (sei) luglio 2010 (duemiladieci).



APOSTILLE
(Convention de La Haye du 5 octobre 1961)

1. Paese: REPUBBLICA ITALIANA
Il presente atto pubblico

2. è stato sottoscritto da FRANCESCO IMPARATO.....

3. agente in qualità di NOTAIO.....

4. porta il sigillo/timbro di
~

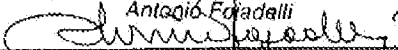
Attestato

5. a TREVISO 6. il 9 LUG. 2010.....

7. da PROCURATORE DELLA REPUBBLICA

8. sotto il numero 1264.....

9. Sigillo/Timbro

10. Firma
PROCURATORE DELLA REPUBBLICA
Antonio Fogadelli




US – United States of America

POWER OF ATTORNEY

We, **Fashion Box S.p.A.**, a company duly organized and existing under the Laws of Italy, of via Marcoai 1, 31011 Asolo (TV) Frazione Casella, Italy

hereby authorise

John P. Murtaugh
Pearne & Gordon LLP
1801 East 9th Street, Suite 1200
Cleveland, OH 44114-3108 USA

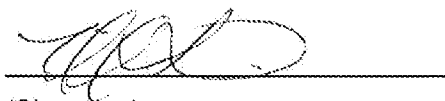
to act for us in the matter of the company's trademarks or designs in **United States of America**.

The agent is authorised to sign and file documents in connection with the assignment and/or or change of name of trademark or design registrations/applications, pay fees, appeal decisions, receive communications, notices and certificates and in general to take any action necessary for the assignment and/or change of name of the trademarks or designs.

The agent is authorised to represent us at all administrative authorities in the above-identified matter.

Signed in Munich, this 20th day of September 2010

on behalf of **Fashion Box S.p.A.**



(Signature)

Signed by: Tiffany Valeriano

Title: Proxy-Holder

TRADEMARK
REEL: 004284 FRAME: 0136

POWER OF ATTORNEY

The undersigned

Mr. Attilio Biancardi

of

FASHION BOX S.p.A. of Via Marcoai 1 – 31011 ASOLO (TV) Frazione Casella, a company organized and existing under the laws of ITALY being authorized to represent and bind FASHION BOX S.p.A., in accordance with its articles of association.

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- Sylvia Lacroix, born on June 2, 1970, COO of Brandstock AG, with business address at Rückertstr. 1, 80336 München, Germany

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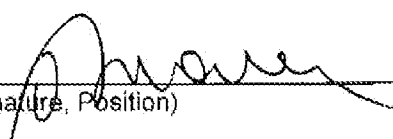
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Asolo, 6 LUGLIO, 2010

(Place and Date)

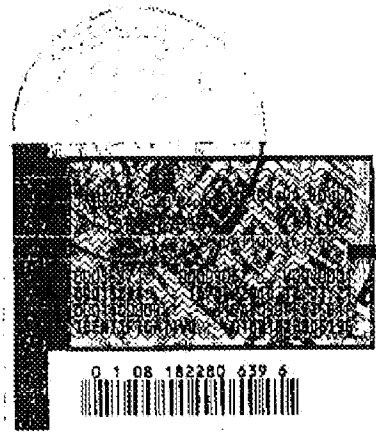


(Signature, Position)

(Notarized by means of Apostille)

TRADEMARK
REEL: 004284 FRAME: 0137

Visto per la verità della firma apposta alla mia presenza dal signor:
Biancardi Attilio, nato a Castelmassa (RO) il giorno 5 luglio 1944, domiciliato
per la carica ove appresso, nella sua qualità di Vice Presidente del Consiglio
di Amministrazione e legale rappresentante della società "FASHION BOX
S.P.A." con sede in Asolo (TV) via Marcoai n.1, della cui identità personale e
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1. Paese: REPUBBLICA ITALIANA
Il presente atto pubblico

2. è stato sottoscritto da FRANCESCO INPARATO.....
3. agente in qualità di NOTAIO.....
4. porta il sigillo/timbro di ~.....

Attestato

5. a TREVISO 6. il - 9 LUG. 2010.....
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8. sotto il numero 1264.....
9. Sigillo/Timbro

10. Firma
PROCURATORE DELLA REPUBBLICA
Antonio Fogadalli
