

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
	<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>
	Rachel Ashwell Designs, Inc.		09/02/2010
			<b>Entity Type</b>
			CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SHABBY CHIC BRANDS, LLC		
<b>Street Address:</b>	10100 SANTA MONICA BOULEVARD		
<b>City:</b>	LOS ANGELES		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90067		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 3</b>			
	<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
	Registration Number:	3752960	SHABBY CHIC
	Registration Number:	3758520	SHABBY CHIC
	Registration Number:	3815097	SHABBY CHIC
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(212)246-8959		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2127081870		
Email:	lbryer@ladas.com		
Correspondent Name:	Lanning G. Bryer		
Address Line 1:	26 West 61st Street		
Address Line 4:	New York, NEW YORK 10023		
ATTORNEY DOCKET NUMBER:	NTMA 090979:753		
NAME OF SUBMITTER:	Lanning G. Bryer		
Signature:	/lgb/		

CH \$90.00 3752960

Date:

10/01/2010

**Total Attachments: 3**

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UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, RACHEL ASHWELL DESIGNS, INC., a corporation organized under the laws of the State of California, United States of America, located at 1013 Montana Avenue, Santa Monica, California 90403, United States of America, [hereinafter called the ASSIGNOR] has adopted and used the Trademark[s] registered in the United States Patent and Trademark Office:

(Set forth on the attached schedule)

AND WHEREAS, SHABBY CHIC BRANDS, LLC, a limited liability company organized and existing under the laws of the State of California, United States of America, located at 10100 Santa Monica Boulevard, Suite 600, Los Angeles, California 90067, United States of America, [hereinafter called the ASSIGNEE] is desirous of acquiring the right, title and interest in and to the said trademark[s] and the registration[s] thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, all right, title and interest in and to the said trademark[s] and registration[s] thereof, together with that part of the goodwill of the ASSIGNOR'S business connected with the use of and symbolized by the said trademark[s].

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this            day of            20

RACHEL ASHWELL DESIGNS, INC.  
a California Corporation

By: PARADOX CAPITAL LLC  
a Delaware limited liability company,  
its attorney in fact

By



Edward Hill

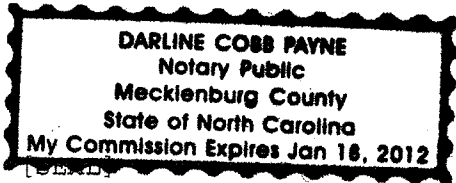
Senior Vice President

[See over for Notarial Acknowledgment]

CORPORATE ACKNOWLEDGMENT

UNITED STATES OF AMERICA ]  
STATE OF *North Carolina* ] SS:  
COUNTY OF *Mecklenburg* ]

On this *2* day of *September* 2010, before me personally appeared **Edward Hill**, to me known, who, being by me duly sworn, did depose and say that he is the **Senior Vice President** of **PARADOX CAPITAL LLC**, which is the company referenced in the foregoing instrument; that he executed said instrument on behalf of the said company; that he is authorized to execute an instrument of this nature for and on behalf of the company.



*Darline Cobb Payne*  
\_\_\_\_\_  
Notary Public

ASSIGNOR

UNITED STATES OF AMERICA

S C H E D U L E

SHABBY CHIC	No. 3752960	Dated: February 23, 2010
SHABBY CHIC	No. 3758520	Dated: March 9, 2010
SHABBY CHIC	No. 3815097	Dated: July 6, 2010