

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bombay Brands, LLC		12/27/2010	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Otto International (USA), LLC
<b>Street Address:</b>	489 5th Avenue, 34th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10017
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	1272741	BOMBAY
Registration Number:	2221668	BOMBAY
Registration Number:	2828994	BOMBAY
Registration Number:	2286557	BOMBAY
Registration Number:	2743792	BOMBAY KIDS
Registration Number:	2765062	BOMBAY KIDS
Registration Number:	3229199	STANTON
Registration Number:	1999211	THE BOMBAY COMPANY
Registration Number:	1369593	THE BOMBAY COMPANY
Registration Number:	1862528	THE MEMORY BOX
Registration Number:	2861138	WHAT PART OF YOU LIVES IN BOMBAY

**CORRESPONDENCE DATA**

Fax Number: (415)268-7522

**900180269**

**TRADEMARK  
 REEL: 004445 FRAME: 0691**

**CH \$290.00 1272741**

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 415-268-6538  
Email: jdecker@mofo.com  
Correspondent Name: Jennifer Lee Taylor  
Address Line 1: 425 Market Street  
Address Line 2: Morrison & Foerster LLP  
Address Line 4: San Francisco, CALIFORNIA 94105-2482

ATTORNEY DOCKET NUMBER:	66202-2
NAME OF SUBMITTER:	Jennifer Lee Taylor
Signature:	/Jennifer Lee Taylor/
Date:	01/03/2011

**Total Attachments: 9**

source=66202-2 - Bombay - Otto - Trademark Assignment#page1.tif  
source=66202-2 - Bombay - Otto - Trademark Assignment#page2.tif  
source=66202-2 - Bombay - Otto - Trademark Assignment#page3.tif  
source=66202-2 - Bombay - Otto - Trademark Assignment#page4.tif  
source=66202-2 - Bombay - Otto - Trademark Assignment#page5.tif  
source=66202-2 - Bombay - Otto - Trademark Assignment#page6.tif  
source=66202-2 - Bombay - Otto - Trademark Assignment#page7.tif  
source=66202-2 - Bombay - Otto - Trademark Assignment#page8.tif  
source=66202-2 - Bombay - Otto - Trademark Assignment#page9.tif

## TRADEMARK ASSIGNMENT

WHEREAS, Bombay Brands, LLC, a Delaware limited liability company with offices at 5 Revere Drive, Suite 206, Northbrook, IL 60062 ("ASSIGNOR") owns certain trademarks and/or service marks, and applications and/or registrations for such marks, as listed in Exhibit A attached hereto and incorporated herein by this reference ("MARKS"); and

WHEREAS, Otto International (USA), LLC, a Delaware limited liability company with offices at 489 5<sup>th</sup> Avenue, 34<sup>th</sup> Floor, New York, NY 10017 ("ASSIGNEE"), desires to acquire all of the right, title and interest of ASSIGNOR in, to and under the MARKS, together with the goodwill of the business symbolized by the MARKS;

WHEREAS, ASSIGNEE is a successor to a portion of the business of the ASSIGNOR to which the MARKS pertain;

WHEREAS, ASSIGNOR and ASSIGNEE have entered into a certain Asset Purchase Agreement dated December 27, 2010 ("APA"), assigning, among other things, all right, title and interest in, to, and under the MARKS and in, to, and under the registrations and/or applications for same from ASSIGNOR to ASSIGNEE;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby convey, assign, and transfer unto ASSIGNEE its entire right, title and interest in and to the MARKS, and to the applications and/or registrations for the MARKS, together with the goodwill of the business symbolized by the MARKS and the portion of the business of the ASSIGNOR to which the MARKS pertain, together with all benefits, privileges, powers, rights, causes of action (whether accrued or accruing in the past, present or future), and remedies under, pursuant to or related thereto, including, without limitation, all rights to apply for, file, register, maintain, extend or renew same, all rights to transfer and grant licenses and other rights with respect thereto, and all rights to enforce, and bring actions for all past, present and future infringements, misappropriations or other violations of or relating thereto and to settle, and collect and retain the proceeds from, any such actions. ASSIGNEE hereby accepts such conveyance, assignment, and transfer.

This Trademark Assignment shall be governed by the laws of the State of New York. In the event of a conflict between the APA and this Trademark Assignment, the APA shall govern.

[Signatures Follow On Next Page.]

IN WITNESS WHEREOF, ASSIGNOR and ASSIGNEE have caused this Assignment to be duly executed by an authorized officer on this 27<sup>th</sup> day of December, 2010.

BOMBAY BRANDS LLC

By: 

Name: Eric W. Kasper

Title: Authorized Signatory

OTTO INTERNATIONAL (USA) LLC

By: \_\_\_\_\_

Name: Henning Husmann

Title: President

IN WITNESS WHEREOF, ASSIGNOR and ASSIGNEE have caused this Assignment to be duly executed by an authorized officer on this 27<sup>th</sup> day of December, 2010.

BOMBAY BRANDS LLC

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

OTTO INTERNATIONAL (USA) LLC






By: Henning Husmann







Name: Henning Husmann









Title: President

## EXHIBIT A


## MARKS







MARK	COUNTRY	APPLICATION/ REGISTRATION NO.
BOMBAY & Design 	Argentina	Registration No. 2345243
THE BOMBAY COMPANY	Argentina	Registration No. 1913748
BOMBAY & Design 	Bahrain	Registration No. 32125
BOMBAY & Design 	Bahrain	Registration No. SM5222
THE BOMBAY COMPANY	Brazil	Registration No. 820389579
THE BOMBAY COMPANY	Brazil	Registration No. 820389560
THE BOMBAY COMPANY	Chile	Registration No. 671563 (Old Reg. No. 411010)
THE BOMBAY COMPANY	Costa Rica	Registration No. 112504
BOMBAY & Design 	Cyprus	Application No. 71247
BOMBAY & Design 	Cyprus	Application No. 71248
BOMBAY	Dominican Republic	Registration No. 99780



MARK	COUNTRY	APPLICATION/ REGISTRATION NO.
BOMBAY	Dominican Republic	Registration No. 100127
BOMBAY & Design 	Egypt	Registration No. 173672
BOMBAY & Design 	Egypt	Registration No. 173673
BOMBAY (Stylized) 	France	Registration No. 96606523
THE BOMBAY COMPANY	France	Registration No. 96605884
BOMBAY & Design 	Hungary	Registration No. 192009
BOMBAY	Israel	Registration No. 124572
BOMBAY	Israel	Registration No. 124571
THE BOMBAY COMPANY	Italy	Registration No. 820694
THE BOMBAY COMPANY	Japan	Registration No. 3080529
BOMBAY & Design 	Jordan	Registration No. 81278
BOMBAY & Design 	Jordan	Registration No. 81279

MARK	COUNTRY	APPLICATION/ REGISTRATION NO.
BOMBAY & Design 	Kuwait	Registration No. 51283
BOMBAY & Design 	Kuwait	Registration No. 44801
BOMBAY & Design 	Lebanon	Registration No. 87275
BOMBAY & Design 	Mexico	Registration No. 718197
BOMBAY & Design 	Morocco	Registration No. 96699
BOMBAY & Palm Tree Design 	Oman	Registration No. 28582
BOMBAY & Palm Tree Design 	Oman	Registration No. 28583
BOMBAY & Design with Arabic Script 	Qatar	Registration No. 28019



MARK	COUNTRY	APPLICATION/ REGISTRATION NO.
BOMBAY & Design with Arabic Script 	Qatar	Registration No. 28020
BOMBAY & Palm Tree Design 	Saudi Arabia	Application No. 71306
BOMBAY & Palm Tree Design 	Saudi Arabia	Application No. 71307
BOMBAY & Palm Tree with Wreath Design 	Taiwan	Registration No. 448447
BOMBAY (Stylized) 	Taiwan	Registration No. 448430
BOMBAY & Palm Tree Design 	Trinidad & Tobago	Registration No. 33096
BOMBAY & Design 	Turkey	Registration No. 2001 025953
BOMBAY & Design 	United Arab Emirates	Registration No. 43586

MARK	COUNTRY	APPLICATION/ REGISTRATION NO.
BOMBAY & Design 	United Arab Emirates	Registration No. 45410
BOMBAY & Design 	United Kingdom	Registration No. 2281463
THE BOMBAY COMPANY & Palm Tree with Wreath Design 	United Kingdom	Registration No. 1584063
BOMBAY	United States	Registration No. 1,272,741
BOMBAY	United States	Registration No. 2,221,668
BOMBAY & Design 	United States	Registration No. 2,828,994
BOMBAY & Design 	United States	Registration No. 2,286,557
BOMBAY KIDS	United States	Registration No. 2,743,792
BOMBAY KIDS & Palm Tree Design 	United States	Registration No. 2,765,062
STANTON	United States	Registration No. 3,229,199
THE BOMBAY COMPANY	United States	Registration No. 1,999,211

MARK	COUNTRY	APPLICATION/ REGISTRATION NO.
THE BOMBAY COMPANY	United States	Registration No. 1,369,593
THE MEMORY BOX	United States	Registration No. 1,862,528
WHAT PART OF YOU LIVES IN BOMBAY	United States	Registration No. 2,861,138
BOMBAY & Design 	Venezuela	Application No. 473/2002
BOMBAY & Design 	Venezuela	Application No. 474/2002
THE BOMBAY COMPANY	Venezuela	Registration No. P250401