

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Security Agreement & Assignment

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
EVY OF CALIFORNIA, INC.		01/19/2011	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

<b>Name:</b>	ROSENTHAL & ROSENTHAL OF CALIFORNIA, INC.
<b>Street Address:</b>	21700 Oxnard Street
<b>City:</b>	Woodland Hills
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	91367
<b>Entity Type:</b>	CORPORATION: CALIFORNIA

**PROPERTY NUMBERS Total: 41**

Property Type	Number	Word Mark
Serial Number:	85196791	DENIAL DENIM
Serial Number:	85167530	ZANONI
Serial Number:	85167529	NELUBA
Serial Number:	85167526	BREAKER JEANSWEAR
Serial Number:	85043883	FLEUR DE LIS BY FLEURISH
Serial Number:	78900776	TEEN STAR
Serial Number:	78956969	BALLERINAS ON BICYCLES
Serial Number:	78956894	LOVELY AND AMAZING
Serial Number:	78607357	22ND STREET
Serial Number:	78539029	MAYBE
Serial Number:	78539025	GET A CLUE
Serial Number:	78448772	FLEURISH
Serial Number:	78416870	MAZZY
Serial Number:	78403126	ORALE

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Serial Number:	78403124	SUSIEIRENE
Serial Number:	77578986	179 DEGREES
Serial Number:	77578979	ORALE
Serial Number:	77577911	179°
Serial Number:	77766547	ADOREE
Serial Number:	77766531	TWIRL
Serial Number:	77639863	KIDTURE
Serial Number:	77639855	MAYBE
Serial Number:	77364725	BAREFACED
Serial Number:	77364728	BAREFACED
Serial Number:	77391734	J.3EE
Serial Number:	77020462	PIROUETTE
Serial Number:	76557062	179°
Serial Number:	76557061	179 DEGREES
Serial Number:	75418035	22ND STREET SPORT
Serial Number:	75301360	22ND STREET SPORT
Serial Number:	75238196	SOLD OUT!
Serial Number:	74564881	VENICE BLVD.
Serial Number:	74478012	FIRST IN FIRST OUT
Serial Number:	74478011	BROOKE LINDSAY
Serial Number:	73779599	CALIFORNIA TALK
Serial Number:	73779598	CALIFORNIA TALK
Serial Number:	73759223	L.A. TOUCH
Serial Number:	73779600	CALIFORNIA TALK
Serial Number:	73687713	EVY OF CALIFORNIA
Serial Number:	73687712	EVY
Serial Number:	73546151	ATEASE

**CORRESPONDENCE DATA**

Fax Number: (212)564-6083  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (212) 947-7200  
Email: jdougherty@nationalcorp.com  
Correspondent Name: Joseph Dougherty  
Address Line 1: National Corporate Research  
Address Line 2: 10 E 40th Street, 10th Fl  
Address Line 4: New York, NEW YORK 10016

**TRADEMARK**

**REEL: 004467 FRAME: 0578**

ATTORNEY DOCKET NUMBER:	N333259
NAME OF SUBMITTER:	Robert Prizer, CFO
Signature:	/Robert Prizer/
Date:	02/04/2011
Total Attachments: 6 source=Evy Trademark#page2.tif source=Evy Trademark#page3.tif source=Evy Trademark#page4.tif source=Evy Trademark#page5.tif source=Evy Trademark#page6.tif source=Evy Trademark#page7.tif	

ASSIGNMENT FOR SECURITY

WHEREAS, EVY OF CALIFORNIA, INC., a corporation formed under the laws of California, located at 1875 East 22nd Street, Los Angeles, CA 90058 (the "Company"), has adopted, used and is using the marks annexed hereto as Schedule A (the "Marks"); and

WHEREAS, The Company is obligated to Rosenthal & Rosenthal of California, Inc. (the "Lender") located at 21700 Oxnard Street, Woodland Hills CA 91367 pursuant to (i) a Factoring Agreement dated January 19, 2011 between the Lender and the Company and (ii) a certain Security Agreement in Trademarks, dated the date hereof made by the Company in favor of the Lender (the "Agreements"); and

WHEREAS, pursuant to the Agreements, the Company is granting to the Lender a security interest in the Marks, the good will of the business symbolized by the Marks,

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby assign unto the Lender for security and grant to the Lender a security interest in and to the Marks, together with the good will of the business symbolized by the Marks, which assignment for security and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

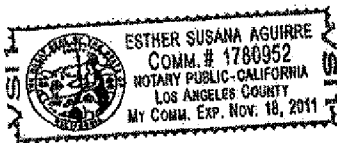
The Lender expressly acknowledges and affirms that the rights and remedies of the Lender with respect to the assignment for security and security interest granted hereby are more fully set forth in the Agreements.

EVY OF CALIFORNIA, INC.  
By [Signature]  
Title CEO

STATE OF California )  
  :  
COUNTY OF Los Angeles      ss.:

On this 31st day of January, 2011, before me personally came, Kevin Krueger, to me known, who, being by me duly sworn, did depose and say that he resides at 3409 Woodwell Canyon Rd Los Angeles and that he is the CEO of EVY OF CALIFORNIA, INC. the corporation described in and which executed the foregoing instrument; and that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the board of directors of said corporation, and that he signed his name thereto by like order.

[Signature]  
Notary Public



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## SECURITY INTEREST

WHEREAS, EVY OF CALIFORNIA, INC., a corporation formed under the laws of California located at 1875 East 22nd Street, Los Angeles, CA 90058 (the "Company"), has adopted, used and is using the marks annexed hereto as Schedule A (the "Mark"), and

WHEREAS, The Company is obligated to Rosenthal & Rosenthal of California, Inc. (the "Factor") located at 21700 Oxnard Street, Woodland Hills, CA 91367, pursuant to a Factoring Agreement dated January 19, 2011, as amended (referred to as the "Factoring Agreement"); and

WHEREAS, the Company is seeking to collateralize the Factoring Agreement, and the Company is now granting to the Factor a security interest in the Marks, together with the good will of the business symbolized by the Marks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby grant to the Factor a security interest in and to the Marks, together with the good will of the business symbolized by the Marks, which security interest shall secure all the Obligations as defined in the Factoring Agreement and in accordance with the terms and provisions thereof.

The Company expressly acknowledges and affirms that the rights and remedies of the Factor with respect to the security interest granted hereby are more fully set forth in the Factoring Agreement.

Dated: January 19, 2011

EVY OF CALIFORNIA, INC.

By: *Kurt Krieser*  
Title: CEO

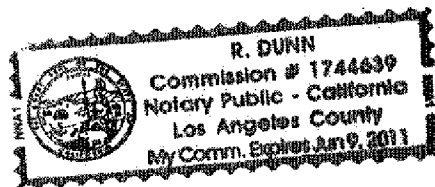
State of California )  
County of Los Angeles ) ss.:

On January 19, 2011 before me, R. Dunn, notary public personally appeared Kurt Krieser who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal

*R. Dunn*  
Notary Public



## SCHEDULE A

(Trademarks and Domain Names in the United States)

Serial Number	Reg. Number	Word Mark	Registration Date
85196791		DENIAL DENIM	12.13.2010
85167530		ZANONI	11.2.2010
85167529		NELUBA	11.2.2010
85167526		BREAKER JEANSWEAR	11.2.2010
85043883		FLEUR DE LIS BY FLEURISH	5.20.2010
78900776	3413339	TEEN STAR	6.5.2006
78956969		BALLERINAS ON BICYCLES	1.9.2007
78956894		LOVELY AND AMAZING	8.21.2007
78607357	3076627	22ND STREET	4.12.2005
78539029		MAYBE	12.28.2004
78539025		GET A CLUE	12.28.2004
78448772	3112833	FLEURISH	7.9.2004
78416870		MAZZY	5.11.2004
78403126		ORALE	1.25.2005
78403124		SUSIEIRENE	1.25.2005
77578986		179 DEGREES	9.25.2008
77578979		ORALE	9.25.2008
77577911		179°	9.24.2008
77766547	3742321	ADOREE	11.10.2008
77766531		TWIRL	6.23.2009
77639863	3650932	KIDTURE	4.21.2009
77639855		MAYBE	12.24.2008
77364725		BAREFACED	1.20.2009
77364728		BAREFACED	4.1.2008
77391734		J.3EE	2.7.2008
77020462	3415022	PIROUETTE	10.13.2006
76557062		179°	6.15.2004

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76557061		179 DEGREES	6.15.2004
75418035	2293484	22ND STREET SPORT	3.9.1999
75301360	2293201	22ND STREET SPORT	6.16.1998
75238196	2231142	SOLD OUT!	12.9.1997
74564881	2000316	VENICE BLVD.	8.22.1995
74478012	1869723	FIRST IN FIRST OUT	1.10.1994
74478011	1883655	BROOKE LINDSAY	1.10.1994
73779599	1579125	CALIFORNIA TALK	10.31.1989
73779598	1559981	CALIFORNIA TALK	7.18.1989
73759223	1563458	L.A. TOUCH	5.23.1989
73779600	1556952	CALIFORNIA TALK	6.27.1989
73687713	1501406	EVY OF CALIFORNIA	8.23.1988
73687712	1504035	EVY	6.21.1988
73546151		ATEASE	7.2.1985

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