

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		CHANGE OF NAME	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Material Girl Brand, LLC		03/01/2010	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	MG ICON LLC		
Street Address:	1450 Broadway		
Internal Address:	3rd Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77886045	MATERIAL GIRL	
CORRESPONDENCE DATA			
Fax Number:	(212)391-2057		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	atarshis@iconixbrand.com		
Correspondent Name:	Iconix Brand Group, Inc.		
Address Line 1:	1450 Broadway		
Address Line 2:	3rd Floor		
Address Line 4:	New York, NEW YORK 10018		
NAME OF SUBMITTER:	Andrew R. Tarshis		
Signature:	/atarshis/		
Date:	02/14/2011		

CH \$40.00 77886045

Total Attachments: 2

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Delaware

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The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MATERIAL GIRL BRAND, LLC", CHANGING ITS NAME FROM "MATERIAL GIRL BRAND, LLC" TO "MG ICON LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 2010, AT 5:58 O'CLOCK P.M.

4752226 8100

100912456



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8234798

DATE: 09-17-10

TRADEMARK
REEL: 004477 FRAME: 0546

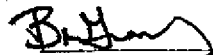
CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF FORMATION
OF
MATERIAL GIRL BRAND, LLC

It is hereby certified that:

1. The name of the limited liability company (hereinafter called the "limited liability company") is **MATERIAL GIRL BRAND, LLC**.
2. The certificate of formation for the limited liability company was filed with the State of Delaware on November 12, 2009.
3. The certificate of formation of the limited liability company stating the name of the limited liability company is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article FIRST:

FIRST. The name of the limited liability company formed hereby is
MG ICON LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Formation as of this 1st day of March, 2010.


Bruce G. Grossberg
Authorized Person