

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
Martin Stuart, Ltd.		03/11/2011	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Active Brands Acquisition Inc.		
Street Address:	10425 Slusher Drive		
Internal Address:	Bernard Findley		
City:	Sante Fe Springs		
State/Country:	CALIFORNIA		
Postal Code:	90670		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Serial Number:	78756083	SIDEWAYS	
Serial Number:	85163400	N.Y.L. NEW YORK LAUNDRY	
Serial Number:	78558819	N.Y.L. NEW YORK LAUNDRY	
Serial Number:	74587878	NEW YORK LAUNDRY	
Serial Number:	75136417	N.Y.L. SPORT	
Serial Number:	75261200	UNITED COTTON COMPANY	
Serial Number:	76586803	X-TREME MOVES	
Serial Number:	78789194	N.Y.L.	
Serial Number:	78948037	NYL	
CORRESPONDENCE DATA			
Fax Number:	(716)852-3546		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	716-852-3540		

OP \$240.00 78756083

900188663

TRADEMARK
 REEL: 004517 FRAME: 0247

Email: jcantrell@watsonbennett.com
Correspondent Name: Watson Bennett
Address Line 1: 12 Fountain Plaza
Address Line 2: James Cantrell
Address Line 4: Buffalo, NEW YORK 14202

NAME OF SUBMITTER:

James Cantrell

Signature:

/James Cantrell/

Date:

04/07/2011

Total Attachments: 3

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TRADEMARK ASSIGNMENT AGREEMENT

March 11, 2011

WHEREAS, Martin Stuart, Ltd., a New York corporation ("Assignor"), is the owner of those certain trademarks and trademark registrations (the "Marks") listed on Exhibit A attached hereto; and

WHEREAS, pursuant to that certain Asset Purchase Agreement (the "Agreement") dated as of the date hereof, by and among Active Brands Acquisition Inc., a Delaware corporation ("Assignee"), Active Brands International, Inc., a Delaware corporation, Assignor and certain other subsidiaries of Active Brands International, Inc., Assignor desires to sell, convey, transfer, assign, and deliver to Assignee, and Assignee desires to acquire, all of Assignor's right, title and interest in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged:

1. Assignor hereby assigns to Assignee all of its right, title and interest in and to the Marks, including all registrations and applications to register the Marks, together with the goodwill of the business connected with the use of and symbolized by the Marks.

2. Assignor covenants and agrees with Assignee, its successors and assigns, that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by Assignor and that full right to convey the same as herein expressed is possessed by Assignor.

3. Assignor agrees that it will, upon reasonable request, and without further consideration, do such things and execute such further documents as are reasonably necessary to vest title thereto in Assignee, its successors, assigns and legal representatives or nominees, and to enforce such rights.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed effective as of the date first set forth above.

ASSIGNOR:

MARTIN STUART, LTD.

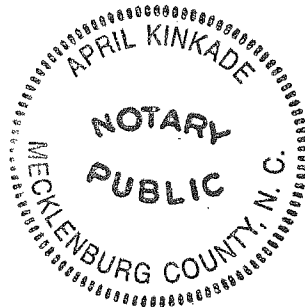
By: MAH
Name: Max Chaudhry
Title: President

STATE OF North Carolina

COUNTY OF Mecklenburg

On this 11th day of March 2011, personally appeared Max Chaudhry, the Managing Director of Martin Stuart, Ltd., a New York corporation, and acknowledged that he executed the foregoing Assignment as his free act and deed.

April Kinkade
Notary Public



TRADEMARK

REEL: 004517 FRAME: 0250

EXHIBIT A
TO
TRADEMARK ASSIGNMENT AGREEMENT

<u>Mark</u>	<u>Ser. #</u>	<u>Owner</u>
Sideways	78756083	Martin Stuart, Ltd.
N.Y.L. New York Laundry	85163400	Martin Stuart, Ltd.
N.Y.L. New York Laundry	78558819	Martin Stuart, Ltd.
New York Laundry	74587878	Martin Stuart, Ltd.
N.Y.L. Sport	75136417	Martin Stuart, Ltd.
United Cotton Company	75261200	Martin Stuart, Ltd.
X-Treme Moves	76586803	Martin Stuart, Ltd.
N.Y.L.	78789194	Martin Stuart, Ltd.
NYL	78948037	Martin Stuart, Ltd.
NYL New York Laundry	CTM No. 004103883 (Eur Union)	Martin Stuart, Ltd.