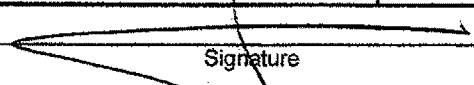


Form PTO-1594 (Rev. 03-11)  
OMB Collection 0651-0027 (exp. 03/31/2012)

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p><b>1. Name of conveying party(ies):</b></p> <p>JOEL PRIMUS</p> <p><input checked="" type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation- State: _____  <input type="checkbox"/> Other _____</p> <p>Citizenship (see guidelines) <u>CANADIAN</u></p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p><b>2. Name and address of receiving party(ies)</b></p> <p>Additional names, addresses, or citizenship attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Name: <u>NAKED BOXER BRIEF CLOTHING INC.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>600 - 1090 WEST GEORGIA STREET</u></p> <p>City: <u>VANCOUVER</u></p> <p>State: <u>BRITISH COLUMBIA</u></p> <p>Country: <u>CANADA</u>      Zip: <u>V6E 3V7</u></p> <p><input type="checkbox"/> Association      Citizenship _____  <input type="checkbox"/> General Partnership      Citizenship _____  <input type="checkbox"/> Limited Partnership      Citizenship _____  <input checked="" type="checkbox"/> Corporation      Citizenship <u>CANADIAN</u>  <input type="checkbox"/> Other _____      Citizenship _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</small></p>
<p><b>3. Nature of conveyance / Execution Date(s) :</b></p> <p>Execution Date(s) <u>SEPTEMBER 29, 2011</u></p> <p><input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p>	<p><b>4. Application number(s) or registration number(s) and identification or description of the Trademark.</b></p> <p>A. Trademark Application No.(s) <u>75568492</u></p> <p>B. Trademark Registration No.(s) <u>3669650</u></p> <p style="text-align: right;">Additional sheet(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p><b>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):</b></p> <p>WORDMARK: NAKED, FILING DATE: OCTOBER 23, 1998</p>	
<p><b>5. Name &amp; address of party to whom correspondence concerning document should be mailed:</b></p> <p>Name: <u>SHIELDS HARNEY</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>490 - 1177 WEST HASTINGS STREET</u></p> <p>City: <u>VANCOUVER</u></p> <p>State: <u>BRITISH COLUMBIA</u>      Zip: <u>V6E 2K3</u></p> <p>Phone Number: <u>604-891-1307</u></p> <p>Fax Number: <u>604-682-1822</u></p> <p>Email Address: <u>amorrison@shieldsarney.com</u></p>	<p><b>6. Total number of applications and registrations involved:</b> <span style="border: 1px solid black; padding: 2px 10px;">1</span></p> <p><b>7. Total fee (37 CFR 2.6(b)(6) &amp; 3.41) \$</b> _____</p> <p><input type="checkbox"/> Authorized to be charged to deposit account  <input type="checkbox"/> Enclosed</p> <p><b>8. Payment Information:</b></p> <p>Deposit Account Number _____</p> <p>Authorized User Name _____</p>
<p><b>9. Signature:</b></p> <p style="text-align: center;"></p> <p style="text-align: center;">Signature</p> <p style="text-align: center;">Date: <u>SEPTEMBER 29, 2011</u></p> <p style="text-align: center;">Name of Person Signing: <u>JOEL PRIMUS</u></p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px 10px;">4</span></p>	

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$40.00 366965

**ASSIGNMENT OF TRADE-MARKS**

1. **Joel Primus** (the "Assignor") whose full post office address is 114-1948 McCallum Road, Abbotsford, BC V2S 3M9 in consideration of the sum of \$1.00 and other good consideration, assigns to **Naked Boxer Brief Clothing Inc.** (the "Assignee"), whose full post office address is 600 - 1090 West Georgia Street, Vancouver, BC V6E 3V7, its successors and assigns all of the Assignor's rights, title and interest in and to the American trade-marks and trade-mark registrations set out below, including the goodwill of the business associated with these trade-marks in the United States:

<u>Trade-mark</u>	<u>United States Registration No.</u>	<u>United States Registration Date</u>
NAKED	3669650	August 18, 2009

2. The Assignor agrees to execute and deliver to the Assignee all further documents that may be necessary to give effect to the assignment of the rights set out above.
3. The Assignee accepts the above assignment and appoints, Andrew Morrison of Shields Harney, whose full post office address is 490 -1177 West Hastings Street, Vancouver, B.C., V6E 2K3, as the firm to which any notice in respect of the trade-marks may be sent and on which service of any proceeding in respect of the trade-marks may be given or served with the same effect as if they had been given to or served on the Assignee.

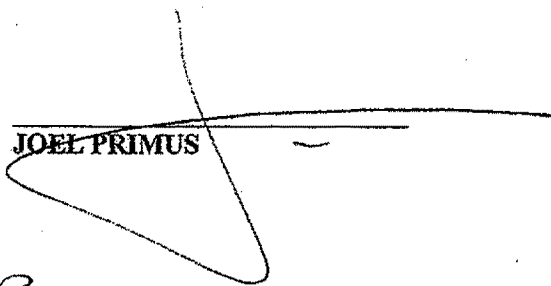
Executed at Abbotsford, B.C., on September 30, 2011

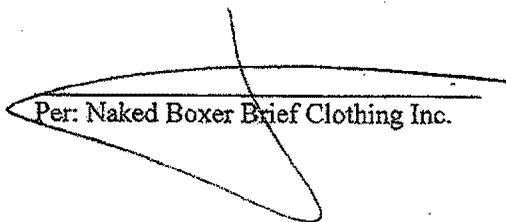
SIGNED, SEALED AND DELIVERED  
in the presence of:

  
\_\_\_\_\_  
Witness Signature

Alex McAuley  
\_\_\_\_\_  
Witness Name

6714 Edson Drive Chilliwack BC  
\_\_\_\_\_  
Witness Address  
V2R 4C1

  
\_\_\_\_\_  
JOEL PRIMUS

  
\_\_\_\_\_  
Per: Naked Boxer Brief Clothing Inc.

c/s