

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the Assignee previously recorded on Reel/Frame 4641/0090. Remove XCel Brands, Inc. Assignee is IM Brands, LLC. Assignor hereby confirms the Assignment of the Entire Interest.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
IM Ready-Made, LLC		09/29/2011	LIMITED LIABILITY COMPANY: NEW YORK

**RECEIVING PARTY DATA**

<b>Name:</b>	IM Brands, LLC
<b>Street Address:</b>	5 Penn Plaza
<b>Internal Address:</b>	23rd Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10001
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 17**

Property Type	Number	Word Mark
Serial Number:	78875764	ISAAC MIZRAHI
Serial Number:	78875239	ISAAC MIZRAHI
Serial Number:	78875570	
Serial Number:	76697444	IM
Serial Number:	77981234	ISAAC MIZRAHI
Serial Number:	77942358	ISAAC MIZRAHI
Serial Number:	77738086	ISAAC MIZRAHI
Serial Number:	75267953	ISAAC MIZRAHI
Serial Number:	77781922	
Serial Number:	77785921	ISAAC MIZRAHI LIVE
Serial Number:	77786031	ISAAC MIZRAHI LIVE

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 REEL: 004652 FRAME: 0257

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Serial Number:	77890574	ISAACMIZRAHLIVE
Serial Number:	85207090	ISAACMIZRAHLIVE
Serial Number:	85207293	ISAACMIZRAHLIVE
Serial Number:	85208854	ISAACMIZRAHLIVE
Serial Number:	85210764	ISAACMIZRAHLIVE
Serial Number:	85247619	

**CORRESPONDENCE DATA**

Fax Number: (215)832-5363  
Phone: (215) 569-5363  
Email: stefanski@blankrome.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Correspondent Name: Jennifer L. Stefanski  
Address Line 1: Blank Rome LLP  
Address Line 2: One Logan Square - 8th Floor  
Address Line 4: Philadelphia, PENNSYLVANIA 19103-6998

ATTORNEY DOCKET NUMBER:	135944-00100
NAME OF SUBMITTER:	Jennifer L. Stefanski
Signature:	/Jennifer L. Stefanski/
Date:	11/01/2011

**Total Attachments: 9**

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<b>TRADEMARK ASSIGNMENT</b>
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
IM Ready-Made, LLC		09/29/2011	LIMITED LIABILITY COMPANY: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Xcel Brands, Inc.		
<b>Street Address:</b>	5 Penn Plaza		
<b>Internal Address:</b>	23rd Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10001		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>Name:</b>	IM Brands, LLC		
<b>Street Address:</b>	5 Penn Plaza		
<b>Internal Address:</b>	23rd Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10001		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 17</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78875764	ISAAC MIZRAHI	
<b>Serial Number:</b>	78875239	ISAAC MIZRAHI	

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Serial Number:	78875570	
Serial Number:	76697444	IM
Serial Number:	77981234	ISAAC MIZRAHI
Serial Number:	77942358	ISAAC MIZRAHI
Serial Number:	77738086	ISAAC MIZRAHI
Serial Number:	75267953	ISAAC MIZRAHI
Serial Number:	77781922	
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Serial Number:	77890574	ISAACMIZRAHILIVE
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Fax Number: (215)832-5363  
Phone: (215) 569-5363  
Email: stefanski@blankrome.com

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ATTORNEY DOCKET NUMBER:	135944-00100
NAME OF SUBMITTER:	Jennifer L. Stefanski
Signature:	/Jennifer L. Stefanski/
Date:	10/13/2011

## Total Attachments: 7

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**RECEIPT INFORMATION**

<b>ETAS ID:</b>	TM216157
<b>Receipt Date:</b>	10/13/2011
<b>Fee Amount:</b>	\$440

**TRADEMARK**

## **UNITED STATES MASTER TRADEMARK ASSIGNMENT**

WHEREAS, IM READY-MADE, LLC, a New York limited liability company having a place of business at 475 Tenth Avenue, 4<sup>th</sup> Floor, New York, New York 10018 (“Assignor”), is the owner of the United States trademark applications and registrations listed on Schedule A attached hereto (collectively, the “Marks”);

WHEREAS, IM BRANDS, LLC, a Delaware limited liability company (“Assignee”) having a place of business at 5 Penn Plaza, 23<sup>rd</sup> Floor, New York, New York 10001, is desirous of acquiring the Marks and the goodwill associated therewith;

WHEREAS, Assignor has entered into a certain Asset Purchase Agreement dated May 19, 2011 by and among Assignor, Assignee, and XCel Brands, Inc. (the “Purchase Agreement”); and

WHEREAS, pursuant to the Purchase Agreement, among other things, the parties hereto are to execute and deliver this United States Master Trademark Assignment in connection with the closing of the transactions contemplated thereunder.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all of Assignor’s right, title and interest in and to the Marks, together with the goodwill of the business symbolized by such Marks, and the right to sue for and take action with respect to past infringements. To the extent that any of the Marks are trademark applications filed on an intent-to-use basis for which there has not yet been a filing of a Statement of Use or an Amendment to Allege Use, the Assignor and Assignee agree and confirm that the assignment and transfer thereof is to a successor to the applicable portion of the business of the Assignor, and such business is ongoing and existing.

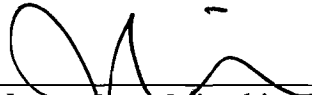
Assignor and Assignee agree that this United States Master Trademark Assignment is subject to the terms and conditions of the Purchase Agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor and Assignee have signed this Assignment  
this 29th day of September, 2011.

ASSIGNOR:

IM READY-MADE, LLC

By:   
Name: Isaac Mizrahi  
Title: President

ASSIGNEE:

IM BRANDS, LLC

By:   
Name: Robert D'Loren  
Title: President

[Signature Page to US Master Trademark Assignment]


**TRADEMARK**  
**REEL: 004652 FRAME: 0264**



STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NASSAU )

ACKNOWLEDGMENT

On this 29<sup>th</sup> day of September 2011, before me came ISAAC MIZRAHI, who stated that he/she is the PRESIDENT of IM READY-MADE, LLC and acknowledged that he/she executed the above instrument as the act and deed of IM READY-MADE, LLC with full authority to do so.

  
\_\_\_\_\_  
Notary Public

**LORI ANN SHEA**  
Notary Public, State of New York  
No. 018H0020435  
Qualified in Nassau County  
Commission Expires March 1, 2015

**SCHEDULE A**

**The Marks**

See Attachment A.

Attachment A

Trademarks

Mark	Country	Status	Serial No.	International Class
"Isaac Mizrahi"	United States	Registered	78875764	IC 18
"Isaac Mizrahi"	United States	Registered	78875239	IC 25
	United States	Registered	78875570	IC 18
	United States	Registered	76697444	IC 25
"Isaac Mizrahi"	United States	Registered	77981234	IC 35
"Isaac Mizrahi"	United States	Registered	77942358	IC 14
"Isaac Mizrahi"	United States	Notice of Allowance issued - Extension filed	77738086	IC 3
"Isaac Mizrahi"	United States	Registered	75267953	IC 9, 25
	United States	Registered	77781922	IC 25
	United States	Registered	77785921	IC 41
	United States	Notice of Allowance issued - Extension filed	77786031	IC 25, 18
"Isaac MizrahiLive"	United States	Registered	77890574	IC 25
"Isaac MizrahiLive"	United States	pending 1A application	85207090	IC 18
"Isaac MizrahiLive"	United States	pending 1A application	85207293	IC 24
"Isaac MizrahiLive"	United States	pending 1A application	85208854	IC 21
"Isaac MizrahiLive"	United States	pending 1A application	85210764	IC 35
	United States	pending 1A application; Notice of Allowance issued – handbags and wallets 1(a); totes and luggage 1(b)	85247619	IC 18