

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Declaration to correct error in previously recorded assignment document		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MG Icon, LLC		06/26/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	LF, LLC		
Street Address:	PO BOX 39		
City:	Mount Morne		
State/Country:	NORTH CAROLINA		
Postal Code:	28123		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3797626	GROUNDED IN QUALITY	
CORRESPONDENCE DATA			
Fax Number:	7034132220		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	703-413-3000		
Email:	tmdocket@oblon.com, ndyson@oblon.com		
Correspondent Name:	Roberta S. Bren & Oblon, Spivak, et al.		
Address Line 1:	1940 Duke Street		
Address Line 4:	Alexandria, VIRGINIA 22314		
ATTORNEY DOCKET NUMBER:	362020US35		
NAME OF SUBMITTER:	Roberta S. Bren		
Signature:	/Roberta S. Bren/nmd/		

Date:

06/29/2012

Total Attachments: 5

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DECLARATION

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001 declares that:

1. I am Executive Vice-President of Iconix Brand Group, Inc. which is the Manager of MG Icon, LLC.
2. A trademark assignment was recorded on February 2, 2011 at Reel 004465, Frames 0739-0741 that mistakenly referred to Registration No. 3,797,626 due to a typographical error. The trademark assignment was intended for Registration No. 3,797,628.
3. The assignment for Registration No. 3,797,628 was corrected and filed (Reel 004476, Frames 0274-0276) on February 10, 2011 (attached as Exhibit A).
4. In light of the above, the owner of Registration No. 3,797,626 remains LF, LLC and should not be in the name of MG Icon, LLC.

Signature: Andrew R. Tarshis

Name: Andrew R. Tarshis

Title/Position: Executive Vice-President, Iconix Brand Group, Inc.,
which is the Manager of MG Icon LLC

Date: 6/29/12

RSB/DHA/kib {7012292_1.DOC}

EXHIBIT A

TRADEMARK

REEL: 004811 FRAME: 0375

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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rwachsberg Holdings, Inc.		01/26/2011	COMPANY: CANADA
RECEIVING PARTY DATA			
Name:	MG ICON LLC		
Street Address:	1450 Broadway		
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	
Registration Number:	3797628	MATERIAL GIRLS	
CORRESPONDENCE DATA			
Fax Number:	(703)413-2220		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	703-413-3000		
Email:	tmdocket@oblon.com, rbren@oblon.com, ndyson@oblon.com		
Correspondent Name:	Roberta S. Bren & Oblon, Spivak, et al.		
Address Line 1:	1940 Duke Street		
Address Line 4:	Alexandria, VIRGINIA 22314		
ATTORNEY DOCKET NUMBER:	362020US35SD		
NAME OF SUBMITTER:	Roberta S. Bren		
Signature:	/Roberta S. Bren/nmd/		
Date:	02/10/2011		

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 REEL: 004476 FRAME: 0274

TRADEMARK
 REEL: 004811 FRAME: 0376

OP \$40.00 3797628

Total Attachments: 1

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TRADEMARK
REEL: 004476 FRAME: 0275

TRADEMARK
REEL: 004811 FRAME: 0377

EXHIBIT A

TRADEMARK ASSIGNMENT

WHEREAS, Rwachsberg Holdings Inc., a Canadian company with a place of business at 20 Graniteridge Road, Concord L4k 5M8, Canada, hereinafter referred to as the "Assignor," owns United States Trademark Registration No. 3,797,628 for the mark MATERIAL GIRLS for goods in Classes 3 and 5, and

WHEREAS, MG Icon LLC, a Delaware limited liability company located and doing business at 1450 Broadway, New York, NY 10018, hereinafter referred to as the "Assignee," is desirous of acquiring the trademark, the goodwill of the business associated with said trademark and the registration therefor;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged by said Assignor, said Assignor, does hereby sell, transfer, convey and assign unto the said Assignee, its successors, and assigns, all right, title and interest in and to the trademark MATERIAL GIRLS that it owns in the United States and its territories, including Registration No. 3,797,628, together with the goodwill of the business in connection with which the said trademark is used.

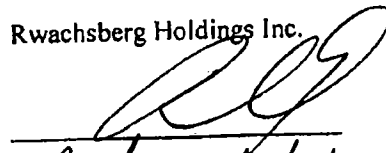
IN WITNESS WHEREOF, the Assignor has caused this document to be executed
this 26th day of January, 2011.

Rwachsberg Holdings Inc.

By:

Name:

Title:


Richard Wachsberg
A.S.O.