

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
Hiraoka New York, Inc.		08/02/2012	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	DownEast Outfitters, Inc.		
Street Address:	375 Hope Ave.		
City:	Salt Lake City		
State/Country:	UTAH		
Postal Code:	84115		
Entity Type:	CORPORATION: UTAH		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1045982	PENNY CANDY	
CORRESPONDENCE DATA			
Fax Number:	2024084400		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	2024084000		
Email:	docketing@finnegan.com, larry.hefter@finnegan.com, judy.valusek@finnegan.com		
Correspondent Name:	Laurence R. Hefter		
Address Line 1:	901 New York Avenue, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20001		
ATTORNEY DOCKET NUMBER:	02463.0002		
NAME OF SUBMITTER:	Laurence R. Hefter		
Signature:	/Laurence R. Hefter/		

OP \$40.00 1045982

Date:

08/20/2012

Total Attachments: 2

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TRADEMARK ASSIGNMENT

~~August~~ THIS TRADEMARK ASSIGNMENT (this "Assignment") is made and entered into as of ~~July 2~~, 2012 ("Effective Date") by and between Hiraoka New York, Inc., a New York corporation ("Assignor"), and DownEast Outfitters, Inc., a Utah corporation ("Assignee").

WHEREAS, Assignor is the owner of U.S. Trademark Registration No. 1045982 ("Registration No. '982'") for PENNY CANDY in International Class 025 for "shoes"; and

WHEREAS, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor, ~~Registration No. '982 together with the goodwill of the business associated therewith.~~

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee its entire right, title and interest in and to Registration '982, for the United States, and all other corresponding rights that are or may be secured under the laws of the United States, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, together with the right to sue for infringement occurring after the effective date of this Assignment, and collect for the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

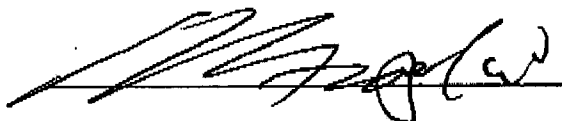
Assignor hereby requests the Commissioner of Patents and Trademarks to record Assignee as the assignee and owner of Registration No. '982.

Assignor represents and warrants that: (i) it is the sole and exclusive owner of the entire right, title and interest in and to Registration No. '982 (including the corresponding rights set forth in the above), free and clear of any liens, security interests or other encumbrances; (ii) it has the full right and authority to execute this Assignment and to assign to Assignee the rights assigned herein; and (iii) it has not executed, and will not execute, any agreement or other instrument in conflict herewith.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

HIRAOKA NEW YORK, INC.

DOWNEAST OUTFITTERS, INC.



Name: TSUNEHIDE ARAGAKI
Title: PRESIDENT

Name: David Anderson
Title: Corporate Controller

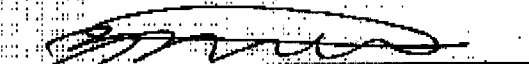
STATE OF NEW YORK)

) SS.

COUNTY OF New York)

On this 2 day of August, 2012, there appeared before me Tsunehide Hiraoka, personally known to me, who acknowledged that he signed the foregoing Assignment as his voluntary act and deed on behalf and with full authority of Hiraoka New York, Inc.

YUKIKO UENAKA
Notary Public, State of New York
No. 01085181200
Qualified in New York County
Commission Expires Feb. 04, 2016




Notary Public

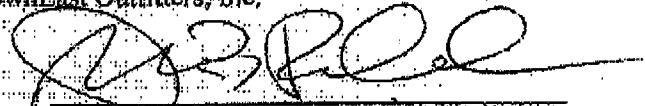
STATE OF UTAH)

) SS.

COUNTY OF SALT LAKE)

On this 1st day of August, 2012, there appeared before me David Hulse, personally known to me, who acknowledged that he signed the foregoing Assignment as his voluntary act and deed on behalf and with full authority of DownEast Outfitters, Inc.

 NOTARY PUBLIC
JOHN E. ROBERTSON
Commission # 378679
My Commission Expires
May 05, 2013
STATE OF UTAH



Notary Public