

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

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|---------------------------------|-----------------|-----------------------|-------------------------------------|
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Accessory Network Group, L.L.C. | | 06/24/2012 | LIMITED LIABILITY COMPANY: NEW YORK |

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|-----------------------------|-------------------------------------|
| RECEIVING PARTY DATA | |
| Name: | AHQ, L.L.C. |
| Street Address: | 10 West 33rd Street |
| Internal Address: | 3rd Floor |
| City: | New York |
| State/Country: | NEW YORK |
| Postal Code: | 10001 |
| Entity Type: | LIMITED LIABILITY COMPANY: NEW YORK |

| PROPERTY NUMBERS Total: 20 | | |
|-----------------------------------|----------|--------------------------|
| Property Type | Number | Word Mark |
| Registration Number: | 4075941 | GISELLE |
| Registration Number: | 3951011 | GISELLE |
| Serial Number: | 76709021 | Y SPORT |
| Registration Number: | 2554047 | TRAIL'S END |
| Registration Number: | 2605582 | FRESNO |
| Registration Number: | 2290499 | URBAN PERFORMANCE |
| Registration Number: | 2165732 | MODERN EDGE |
| Registration Number: | 2588672 | ACCESSORY HEADQUARTERS |
| Registration Number: | 2585562 | ACCESSORY ZONE |
| Registration Number: | 2037808 | THE ORIGINAL MIRACLE BAG |
| Registration Number: | 2006569 | FRESNO |
| Registration Number: | 1880639 | SLING SAC |
| Registration Number: | 1997303 | DURALON |

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| Registration Number: | 1869684 | TRAIL'S END |
| Registration Number: | 1797923 | SARAH MORGAN |
| Registration Number: | 1935756 | ACCESSORY WORKS |
| Registration Number: | 1843650 | SARAH MORGAN |
| Registration Number: | 1859182 | SARAH MORGAN |
| Registration Number: | 1542088 | BORSANI |
| Registration Number: | 1323255 | CARPETBAGS OF AMERICA |

CORRESPONDENCE DATA

Fax Number: 7326343511
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 732-634-3520
Email: esutton@ezrasutton.com
Correspondent Name: Ezra Sutton, P.A.
Address Line 1: 900 U.S. Highway 9
Address Line 2: Suite 201
Address Line 4: Woodbridge, NEW JERSEY 07095

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|-------------------------|---------------------------|
| ATTORNEY DOCKET NUMBER: | ACCESSORY NETWORK 9.0-001 |
| NAME OF SUBMITTER: | Ezra Sutton, Esq. |
| Signature: | /Ezra Sutton/ |
| Date: | 08/21/2012 |

Total Attachments: 3

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UNITED STATES TRADEMARK ASSIGNMENT

WHEREAS, Accessory Network Group, LLC (hereinafter “Assignor”), a New York limited liability company, with offices at 350 Fifth Avenue, 4th Floor, New York, New York 10118, is the owner of the entire rights, title, and interest in and to the following trademarks and trademark registrations, and the goodwill of the business associated with said trademarks and trademark registrations:

| <u>REG. NO.</u> | <u>MARK</u> |
|------------------------|--------------------------|
| 4075941 | GISELLE |
| 3951011 | GISELLE |
| 76709021 | Y SPORT |
| 2554047 | TRAIL'S END |
| 2605582 | FRESNO |
| 2290499 | URBAN PERFORMANCE |
| 2165732 | MODERN EDGE |
| 2588672 | ACCESSORY HEADQUARTERS |
| 2585562 | ACCESSORY ZONE |
| 2037808 | THE ORIGINAL MIRACLE BAG |
| 2006569 | FRESNO |
| 1880639 | SLING SAC |
| 1997303 | DURALON |

| | |
|---------|-----------------------|
| 1869684 | TRAIL'S END |
| 1797923 | SARAH MORGAN |
| 1935756 | ACCESSORY WORKS |
| 1843650 | SARAH MORGAN |
| 1859182 | SARAH MORGAN |
| 1542088 | BORSANI |
| 1323255 | CARPETBAGS OF AMERICA |

WHEREAS, AHQ, LLC (hereinafter "**Assignee**"), a New York limited liability company, having a place of business at 10 West 33rd Street, 3rd Floor, New York, New York 10001, is desirous of acquiring Assignor's entire right, title, and interest in and to said trademarks and trademark registrations, and the goodwill of the Assignor's business associated with such trademarks and trademark registrations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, **Assignor** does hereby assign and transfer to **Assignee** all of its rights, title, and interest in and to said trademarks and trademark registrations, together with the goodwill of Assignor's business associated with such trademarks and trademark registrations; as well as the right to sue for past infringement.

Assignor agrees to perform all reasonable and proper acts at the request and expense of Assignee, which Assignee may require in order to vest all of Assignor's rights, title, and interest in and to said trademarks and trademark registrations in Assignee or its successor.

IN WITNESS WHEREOF, I have set my signature herewith:

Accessory Network Group, LLC




Dated: June 24, 2012

Name: ABE CHEHEBAR
Title: President

State of New Jersey
County of Middlesex

On this 24th day of June, 2012, before me appeared the person(s) who signed this instrument, who being sworn, acknowledged that he or she signed this instrument as a free act.


Notary Public

Joseph E. Sutton,
Attorney-At-Law, N.J.