

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
Phat Fashions, LLC		03/27/2013	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	Baby Phat Holding Company, LLC		
Street Address:	1400 Broadway, Suite 1405		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2303780	BABY PHAT	
CORRESPONDENCE DATA			
Fax Number:	2129830772		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212-986-1200		
Email:	wcox@gordonherlands.com		
Correspondent Name:	William H. Cox		
Address Line 1:	355 Lexington Avenue		
Address Line 2:	Gordon, Herlands. Randolph & Cox LLP		
Address Line 4:	New York, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	4875.10		
NAME OF SUBMITTER:	Peter J. Vranum		
Signature:	/peter.j.vranum/		

CH \$40.00 2303780

Date:

04/03/2013

Total Attachments: 2

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ASSIGNMENT OF UNITED STATES TRADE MARK REGISTRATION

ASSIGNMENT made as of March 27, 2013 by Phat Fashions, LLC, a New York limited liability company, located and doing business at 600 Kellwood Parkway, Chesterfield, MO 63017 ("Assignor"), and Baby Phat Holding Company, LLC, a New York limited liability company, located and doing business at 1400 Broadway, Suite 1405, New York, NY 10018 ("Assignee").

Recital

WHEREAS, the Assignor has adopted and used in its business and is the present title owner of a trade mark, "BABY PHAT (Stylized)" (the "Trade Mark");

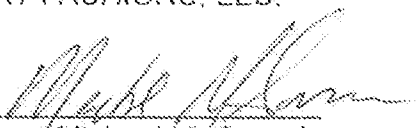
WHEREAS, the Assignor is the owner of United States Trade Mark registration number 2303780, for the trade mark, "BABY PHAT (Stylized)" and;

WHEREAS, the Assignee is desirous of acquiring the right, title and interest in and to the Trade Marks, "BABY PHAT (Stylized)" and to Registration No. 2303780 and the Assignor has agreed to assign to the Assignee the entire right, title and interest in and to the Trade Mark and the Registration.

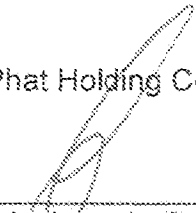
NOW, THEREFORE, for valuable consideration, the receipt of which is hereby acknowledged, the Assignor hereby does sell, assign and transfer unto the Assignee, its successors and assigns all right, title and interest in and to the Trade Marks, "BABY PHAT (Stylized)" in and to the United States Trade Mark Reg. No. 2303780 together with the goodwill of the business in connection with which the Trade Mark is used and any and all damages and profits and any other remedies for past infringement of the Trade Mark.

IN WITNESS WHEREOF the Assignor has executed this instrument as of the date first set forth above.

PHAT FASHIONS, LLC.

By: 
Name: Michael M. Saunders
Title: SVP & COO

Baby Phat Holding Company, LLC

By: 
Name: Anthony LoConte
Title: President

STATE OF Missouri)
) ss.
COUNTY OF St. Louis)

On the 27th day of March, 2013, before me, the undersigned, a Notary Public in and for said State, personally appeared, Michael M. Saunders, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual or the person upon behalf of which the individual acted, executed the instrument.




Notary Public