

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Partial Assignment with respect to the classes and goods within said classes set out in Schedule A to the assignment.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
IP Holdings LLC		05/23/2013	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	HKAY IP Holdings LLC
<b>Street Address:</b>	463 Seventh Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10018
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: NEW YORK

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Registration Number:	3828956	F.O.G. BY LONDON FOG.
Registration Number:	1124530	FOG
Registration Number:	0858627	LONDON FOG
Registration Number:	1171380	LONDON FOG
Registration Number:	1173397	LONDON FOG
Serial Number:	77316690	THE TOWER COLLECTION BY LONDON FOG
Registration Number:	0843245	
Registration Number:	3437312	
Serial Number:	74206098	TOWNE
Registration Number:	3412213	WEATHER OR NOT

**CORRESPONDENCE DATA**

Fax Number:	2123912057
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CH \$265.00 3828956

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

Phone: 212-730-0030  
Email: trademarks@iconixbrand.com  
Correspondent Name: Andrew R. Tarshis  
Address Line 1: Iconix Brand Group, Inc., 1450 Broadway  
Address Line 2: 3rd Floor  
Address Line 4: New York, NEW YORK 10018

ATTORNEY DOCKET NUMBER:	HERMAN KAY (EXCL77244405)
NAME OF SUBMITTER:	Andrew R. Tarshis
Signature:	/atarshis/
Date:	06/06/2013
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## TRADEMARK ASSIGNMENT

WHEREAS, IP Holdings LLC, a Delaware limited liability company having an address of 103 Foulk Road, Wilmington, Delaware 19803 (hereinafter referred to as the "ASSIGNOR") is the owner of the trademarks and registrations set forth in Schedule A hereto and the goodwill associated therewith (hereinafter referred to as the "Marks");

WHEREAS, HKAY IP Holdings LLC, a New York limited liability company having an address of 463 Seventh Avenue, New York, New York 10018 (hereinafter referred to as the "ASSIGNEE"), desires to acquire the rights ASSIGNOR has in and to certain of the classes and goods within said classes associated with said Marks and registrations thereof along with the goodwill associated with said Marks as to said goods;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign and transfer to ASSIGNEE effective this 23 day of May, 2013, its entire right, title, and interest in and to the Marks and the registrations for the Marks with respect to the classes and goods within said classes set out in Schedule A hereto, together with the goodwill of the business symbolized by the Marks and the registrations thereof, and all other rights which ASSIGNOR has enjoyed thereunder, including any and all rights of recovery based on past infringement of said Marks and registrations, the same to be held and enjoyed by ASSIGNEE, its successors and assigns. ASSIGNOR retains all of its right, title and interest with respect to the Marks and the registrations thereof for all classes and goods associated with said registrations not specified in Schedule A hereto.

IP HOLDINGS LLC

By: Andrew R. Tanski

Name: ANDREW R. TANSKI

Title: VP, IP HOLDINGS AND MANAGEMENT CORP,  
IT MANAGER

Date: 5/23/2013

HKAY IP HOLDINGS LLC


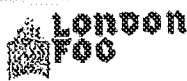
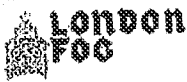



By: [Signature]

Name: BARRY KRINGSTEIN

Title: CO MGR MEMBER

Date: 5/23/2013

SCHEDULE A

Mark	Image	Class	Goods	App. No.	Reg. No.
F.O.G. BY LONDON FOG		25	Coats; jackets; Rainwear;	77579552	3828956
FOG		25	Men's, women's and children's coats, jackets and rainwear	73185803	1124530
LONDON FOG		25	Outer coats for men and women, outer jackets for men and women	72273966	838627
LONDON FOG and Tower Design		25	Men's clothing, namely, coats	73225878	1171380
LONDON FOG and Tower Design		25	Ladies jackets and coats	73236145	1173397
THE TOWER COLLECTION BY LONDON FOG and Tower Design		25	Coats for men and women; over coats; rain coats; trench coats; coats; jackets; rain jackets	77316690	
Tower Design		25	Men's, women's, and children's coats for outer wear and outer jackets	72261591	843245
Tower Design		25	Clothing, namely, jackets, coats	77170676	3432312
TOWNE		25	Clothing, namely, rainwear, leather jackets, wool coats, jackets	74206098	74206098
WEATHER OR NOT		25	Clothing, namely, jackets, coats	77042247	3412213