

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Juicy Couture, Inc., a California corporation		11/06/2013	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

<b>Name:</b>	ABG Juicy Couture, LLC, a Delaware limited liability company
<b>Street Address:</b>	c/o Authentic Brands Group, LLC
<b>Internal Address:</b>	100 west 33rd street, suite 1007
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10001
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 85**

Property Type	Number	Word Mark
Registration Number:	3445902	74
Registration Number:	3912360	BIRD BY JUICY COUTURE
Registration Number:	3345738	BORN IN THE GLAMOROUS USA
Registration Number:	3769454	BORN IN THE GLAMOROUS USA
Registration Number:	3510166	BORN IN THE GLAMOROUS USA
Registration Number:	3455823	BORN IN THE GLAMOROUS USA
Registration Number:	2882280	CHOOSE JUICY
Registration Number:	3481417	CHOOSE WATER
Registration Number:	3927112	CLUB COUTURE
Registration Number:	3927113	CLUB COUTURE
Registration Number:	3750786	COUTURE COUTURE
Registration Number:	3354458	COUTURE COUTURE
Registration Number:	4365722	COUTURE LA LA

CH \$2140.00 3445902

Registration Number:	3605924	DAYDREAMER
Registration Number:	3525082	DIRTY ENGLISH
Registration Number:	3510328	DOGGY COUTURE
Registration Number:	3886739	DOWN DOG COUTURE
Registration Number:	3532837	FOR NICE GIRLS WHO LIKE STUFF
Registration Number:	3610509	FOR NICE GIRLS WHO LIKE STUFF
Registration Number:	3539376	J
Registration Number:	4151343	JC
Registration Number:	4144011	JC
Registration Number:	4158800	JC
Registration Number:	4144012	JC
Registration Number:	3698422	JC
Registration Number:	3499543	JM JUICY COUTURE
Registration Number:	3577466	JM JUICY COUTURE
Registration Number:	2285232	JUICY
Registration Number:	2995654	JUICY
Registration Number:	3633187	JUICY
Registration Number:	3381433	JUICY
Registration Number:	3762789	JUICY
Registration Number:	3763190	JUICY
Registration Number:	3233785	JUICY BABY
Registration Number:	3194741	JUICY COUTURE
Registration Number:	2348674	JUICY COUTURE
Registration Number:	2978046	JUICY COUTURE
Registration Number:	2882279	JUICY COUTURE
Registration Number:	3451212	JUICY COUTURE
Registration Number:	3146100	JUICY COUTURE
Registration Number:	3346828	JUICY COUTURE
Registration Number:	3604114	JUICY COUTURE
Registration Number:	3941099	JUICY COUTURE
Registration Number:	3944733	JUICY COUTURE
Registration Number:	4089128	JUICY COUTURE
Registration Number:	3354006	J JUICY COUTURE
Registration Number:	3329779	JUICY GIRL
Registration Number:	3265587	JUICY GIRL

	3733004	J
Registration Number:	2387924	JUICY JEANS
Registration Number:	3720092	LOVE G&P
Registration Number:	4074752	PEACE, LOVE & JUICY COUTURE
Registration Number:	4222257	SAME OLD CHIC
Registration Number:	3066756	
Registration Number:	3395794	
Registration Number:	3451056	SMELLS LIKE COUTURE
Registration Number:	3818073	SMELLS LIKE COUTURE
Registration Number:	3818217	SMELLS LIKE COUTURE
Registration Number:	4128970	VIVA LA JUICY
Serial Number:	77855089	BIRD
Serial Number:	85310983	BIRD 27 BRUTON STREET
Serial Number:	85311000	BIRD 27 BRUTON STREET
Serial Number:	85308719	BIRD BRUTON STREET
Serial Number:	85308741	BIRD BRUTON STREET
Serial Number:	85215339	COUTURE FOR A CAUSE
Serial Number:	85282162	DIRTY ENGLISH
Serial Number:	85348378	JUICY COUTURE LUXE ROCKS
Serial Number:	85089889	JUICY COUTURE J ENJOY · YOURSELF · WEAR
Serial Number:	85101876	JUICY GIRL
Serial Number:	85101882	JUICY GIRL
Serial Number:	85101892	JUICY GIRL
Serial Number:	85858555	JUICY SPORT
Serial Number:	85858553	JUICY SPORT
Serial Number:	85858551	JUICY SPORT
Serial Number:	85858550	JUICY SPORT
Serial Number:	85858548	JUICY SPORT
Serial Number:	85282097	MISS JUICY
Serial Number:	77146029	POSH POOCH SET
Serial Number:	85102004	ENJOY YOURSELF WEAR JUICY J
Serial Number:	85101983	ENJOY YOURSELF WEAR JUICY J
Serial Number:	85101964	ENJOY YOURSELF WEAR JUICY J
Serial Number:	85101938	ENJOY YOURSELF WEAR JUICY J
Serial Number:	85101925	ENJOY YOURSELF WEAR JUICY J

**TRADEMARK**

**REEL: 005151 FRAME: 0765**

	85932550	SPORT JUICY COUTURE
Serial Number:	85932566	JUICY COUTURE SPORT

**CORRESPONDENCE DATA**

Fax Number: 2127514864  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 212-906-1200  
Email: angela.amaru@lw.com  
Correspondent Name: Latham & Watkins LLP c/o Angela M. Amaru  
Address Line 1: 885 Third Avenue  
Address Line 2: Suite 1000  
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	053268-0000
NAME OF SUBMITTER:	Angela M. Amaru
Signature:	/s/ Angela M. Amaru
Date:	11/11/2013

**Total Attachments: 9**  
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**ASSIGNMENT OF TRADEMARKS**

This ASSIGNMENT OF TRADEMARKS (this "Assignment") is made this 6th day of November, 2013, by and between Juicy Couture, Inc., a California corporation ("Assignor"), and ABG Juicy Couture, LLC, a Delaware limited liability company ("Assignee").

**WITNESSETH:**

**WHEREAS**, Assignor and Assignee are parties to that certain Distribution, Contribution and Assumption Agreement, dated as of November 6, 2013 (as amended, supplemented or otherwise modified from time to time, the "Distribution, Contribution and Assumption Agreement");

**WHEREAS**, pursuant to the Distribution, Contribution and Assumption Agreement, Assignor agreed to assign to Assignee all of Assignor's right, title and interest in and to the trademark registrations and trademark applications listed on Schedule A hereto (the "Assigned Trademarks"); and

**WHEREAS**, Assignee and Assignor are desirous of executing an instrument of assignment for purposes of recording the assignment of the Assigned Trademarks with the United States Patent and Trademark Office.

**NOW THEREFORE**, in consideration of the Distribution, Contribution and Assumption Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. Assignment. Assignor does hereby irrevocably sell, assign, convey and transfer to Assignee all its right, title and interest (whether statutory, common law or otherwise) in and to the Assigned Trademarks, and all goodwill associated with any of Assigned Trademarks. The foregoing assignment of the Assigned Trademarks includes the exclusive rights to (a) apply for and maintain all registrations and renewals thereof, (b) bring actions or otherwise recover for infringements and dilutions thereof, and (c) all other rights of any kind whatsoever of Assignors accruing thereunder or pertaining thereto.
2. Acknowledgment. Assignor hereby acknowledges that from and after the date hereof, Assignee shall be the exclusive owner of all of Assignor's right, title and interest in and to the Assigned Trademarks. The parties hereby acknowledge and affirm that their respective rights in and to the Assigned Trademarks are more fully set forth in the Distribution, Contribution and Assumption Agreement. In the event of any conflict between the terms of this Assignment and the terms of the Distribution, Contribution and Assumption Agreement, the terms of the Distribution, Contribution and Assumption Agreement shall govern.

3. Further Assurances. Each Party agrees, without any further consideration, to execute and deliver such other documents and to take such other actions as the other may reasonably request in order to effectuate the purposes of this Agreement and to consummate the actions contemplated hereby, including the execution of any assignment agreement as may be necessary to record and effectuate the assignment contemplated herein with the United States Patent and Trademark Office.
4. Binding Effect; Assignment. This Assignment shall be binding upon and inure solely to the benefit of the parties hereto and their respective successors and permitted assigns.
5. Governing Law. This Agreement, and any dispute, claim, legal action, suit, proceeding or controversy (whether in contract or tort) arising out of or relating to this Agreement, or the negotiation, execution or performance of this Agreement (including any cause of action based upon, arising out of or related to any representation or warranty made in or in connection with this Agreement or as an inducement to enter this Agreement), shall be governed by, and construed in accordance with, the Laws of the State of New York, without regard to conflict of law principles thereof.
6. Counterparts; Effectiveness. This Agreement may be executed in any number of counterparts, as if the signatures to each counterpart were upon a single instrument, and all such counterparts together shall be deemed an original of this Agreement. Facsimile signatures or signatures received as a pdf attachment to electronic mail shall be treated as original signatures for all purposes of this Agreement. This Agreement shall become effective when, and only when, each Party shall have received a counterpart signed by the other Parties.

[Signature page follows.]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed as of the date first written above by their respective officers thereunto duly authorized.

JUICY COUTURE, INC.

By: Robert J. Vill  
Name: Robert J. Vill  
Title: SVP, Finance & Treasurer

ABG JUICY COUTURE, LLC  
by its sole member, JUICY COUTURE, INC.

By: Robert J. Vill  
Name: Robert J. Vill  
Title: SVP, Finance & Treasurer

**SCHEDULE A**

Mark Name	Country	Record Owner	Status	Class Number	Current Appl. No	Reg. No
74	United States	Juicy Couture, Inc.	Registered	25	77067397	3445902
BIRD	United States	Juicy Couture, Inc.	Filed	18	77855089	
BIRD 27 BRUTON STREET	United States	Juicy Couture, Inc.	Filed	25	85310983	
BIRD 27 BRUTON STREET	United States	Juicy Couture, Inc.	Filed	18	85311000	
BIRD BRUTON STREET	United States	Juicy Couture, Inc.	Filed	25	85308719	
BIRD BRUTON STREET	United States	Juicy Couture, Inc.	Filed	18	85308741	
BIRD BY JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	25	77980986	3912360
BORN IN THE GLAMOROUS USA	United States	Juicy Couture, Inc.	Registered	25	78806608	3345738
BORN IN THE GLAMOROUS USA	United States	Juicy Couture, Inc.	Registered	18	78959729	3769454
BORN IN THE GLAMOROUS USA	United States	Juicy Couture, Inc.	Registered	14	78959721	3510166
BORN IN THE GLAMOROUS USA	United States	Juicy Couture, Inc.	Registered	9	78959713	3455823
CHOOSE JUICY	United States	Juicy Couture, Inc.	Registered	25	76355074	2882280
CHOOSE WATER	United States	Juicy Couture, Inc.	Registered	32	77121192	3481417
CLUB COUTURE	United States	Juicy Couture, Inc.	Registered	35	77963701	3927112

CLUB COUTURE	United States	Juicy Couture, Inc.	Registered	42	77963735	3927113
COUTURE COUTURE	United States	Juicy Couture, Inc.	Registered	3	78834572	3750786
COUTURE COUTURE	United States	Juicy Couture, Inc.	Registered	25	78978994	3354458
COUTURE FOR A CAUSE	United States	Juicy Couture, Inc.	Filed	36	85215339	
COUTURE LA LA	United States	Juicy Couture, Inc.	Registered		85597432	4365722
DAYDREAMER	United States	Juicy Couture, Inc.	Registered	18	77566792	3605924
DIRTY ENGLISH	United States	Juicy Couture, Inc.	Registered	3	77204736	3525082
DIRTY ENGLISH	United States	Juicy Couture, Inc.	Filed	25	85282162	
DOGGY COUTURE	United States	Juicy Couture, Inc.	Registered	18,20,28	78972997	3510328
DOWN DOG COUTURE	United States	Juicy Couture, Inc.	Registered	25	77486552	3886739
FOR NICE GIRLS WHO LIKE STUFF	United States	Juicy Couture, Inc.	Registered	14	78979585	3532837
FOR NICE GIRLS WHO LIKE STUFF	United States	Juicy Couture, Inc.	Registered	18	78959793	3610509
J ZIPPER PULL	United States	Juicy Couture, Inc.	Registered	25	77184419	3539376
JC Crown Design	United States	Juicy Couture, Inc.	Registered	25	85269271	4151343
JC Crown Design	United States	Juicy Couture, Inc.	Registered	18	85269297	4144011
JC Crown Design	United	Juicy	Registered	14	85269322	4158800

	States	Couture, Inc.				
JC Crown Design	United States	Juicy Couture, Inc.	Registered	9	85269380	4144012
JC Design	United States	Juicy Couture, Inc.	Registered	35	77702347	3698422
JM JUICY COUTURE Lion Crest Design	United States	Juicy Couture, Inc.	Registered	25	77032126	3499543
JM JUICY COUTURE Lion Crest Design	United States	Juicy Couture, Inc.	Registered	3	77310768	3577466
JUICY	United States	Juicy Couture, Inc.	Registered	25	75538291	2285232
JUICY	United States	Juicy Couture, Inc.	Registered	18	76977221	2995654
JUICY	United States	Juicy Couture, Inc.	Registered	25	78720344	3633187
JUICY	United States	Juicy Couture, Inc.	Registered	14	77210732	3381433
JUICY	United States	Juicy Couture, Inc.	Registered	9	77793043	3762789
JUICY	United States	Juicy Couture, Inc.	Registered	14	77812116	3763190
JUICY BABY	United States	Juicy Couture, Inc.	Registered	25	76376647	3233785
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	14,03	76376638	3194741
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	25	75743731	2348674
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	14,25	76977226	2978046
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	18	76355073	2882279

		Inc.				
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	32	78879503	3451212
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	9,16,18,35	76978162	3146100
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	5	77033935	3346828
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	12	77470227	3604114
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	24	77509864	3941099
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	8	77531305	3944733
JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	9	85298389	4089128
JUICY COUTURE LUXE ROCKS	United States	Juicy Couture, Inc.	Filed	14	85348378	
JUICY COUTURE Scotty Dog Crest	United States	Juicy Couture, Inc.	Registered	3	78844676	3354006
JUICY COUTURE Scotty Dog Crest	United States	Juicy Couture, Inc.	Filed	25	85089889	
JUICY GIRL	United States	Juicy Couture, Inc.	Registered	25	75718579	3329779
JUICY GIRL	United States	Juicy Couture, Inc.	Registered	25	76978523	3265587
JUICY GIRL	United States	Juicy Couture, Inc.	Filed	18	85101876	
JUICY GIRL	United States	Juicy Couture, Inc.	Filed	14	85101882	
JUICY GIRL	United States	Juicy Couture, Inc.	Filed	9	85101892	

Juicy J Pocket Design	United States	Juicy Couture, Inc.	Registered	25	77746290	3733004
JUICY JEANS	United States	Juicy Couture, Inc.	Registered	25	75853613	2387924
JUICY SPORT	United States	Juicy Couture, Inc.	Filed	14	85858555	
JUICY SPORT	United States	Juicy Couture, Inc.	Filed	35	85858553	
JUICY SPORT	United States	Juicy Couture, Inc.	Filed	25	85858551	
JUICY SPORT	United States	Juicy Couture, Inc.	Filed	18	85858550	
JUICY SPORT	United States	Juicy Couture, Inc.	Filed	9	85858548	
LOVE G&P	United States	Juicy Couture, Inc.	Registered	3,9,14,18,25	78680187	3720092
MISS JUICY	United States	Juicy Couture, Inc.	Filed	25	85282097	
PEACE LOVE & JUICY COUTURE	United States	Juicy Couture, Inc.	Registered	3	85016984	4074752
POSH POOCH SET	United States	Juicy Couture, Inc.	Filed	3	77146029	
SAME OLD CHIC	United States	Juicy Couture, Inc.	Registered	18	77925839	4222257
Scotty Dog Crest Logo	United States	Juicy Couture, Inc.	Filed	35	85102004	
Scotty Dog Crest Logo	United States	Juicy Couture, Inc.	Filed	16	85101983	
Scotty Dog Crest Logo	United States	Juicy Couture, Inc.	Filed	9	85101964	
Scotty Dog Crest	United	Juicy	Filed	18	85101938	

Logo	States	Couture, Inc.				
Scotty Dog Crest Logo	United States	Juicy Couture, Inc.	Filed	14	85101925	
Scotty Dog Logo	United States	Juicy Couture, Inc.	Registered	25	78418542	3066756
Scotty Dog Logo	United States	Juicy Couture, Inc.	Registered	14,18	78515407	3395794
SMELLS LIKE COUTURE	United States	Juicy Couture, Inc.	Registered	3	78786416	3451056
SMELLS LIKE COUTURE	United States	Juicy Couture, Inc.	Registered	25	77885332	3818073
SMELLS LIKE COUTURE	United States	Juicy Couture, Inc.	Registered	9	77888830	3818217
SPORT JUICY COUTURE & Design	United States	Juicy Couture, Inc.	Filed	3,9,14,1 8,25	85932550	
JUICY COUTURE SPORT logo	United States	Juicy Couture, Inc.	Filed	3,9,14,1 8,25	85932566	
VIVA LA JUICY	United States	Juicy Couture, Inc.	Registered	3	77426195	4128970