

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM322293

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SO SWEET LLC		10/22/2014	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	Mamiye Brothers Inc.		
Street Address:	1385 Broadway, 18th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	CORPORATION: NEW JERSEY		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2269586	ANGELS SO SWEET	
Registration Number:	2938418	SWEET JEANS	
Registration Number:	3168707	SO SWEET	
Registration Number:	3881761	ANGELS SO SWEET	
Registration Number:	3327859	HISSYFIT BLUES	
CORRESPONDENCE DATA			
Fax Number:	2129537201		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	2124159200		
Email:	ny.trademark@dorsey.com		
Correspondent Name:	Sarah M. Robertson, Dorsey & Whitney LLP		
Address Line 1:	51 West 52nd Street		
Address Line 4:	New York, NEW YORK 10019-6119		
ATTORNEY DOCKET NUMBER:	470423-00006		
NAME OF SUBMITTER:	Sarah M. Robertson		
SIGNATURE:	/smr/		
DATE SIGNED:	11/05/2014		
Total Attachments: 6			

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made and delivered this 22 day of October, 2014, by So Sweet, LLC, ("Seller"), to Mamiye Brothers Inc. ("Purchaser"), pursuant to that certain Asset Sale Agreement dated as of the date hereof (the "Purchase Agreement") by and among Seller and Purchaser. Capitalized terms not defined herein have meanings ascribed to them in the Purchase Agreement.

WHEREAS, Assignor is the owner of the Trademarks (as such term is defined below), the Registrations therefor (as such term is defined below), as well as the Domain Names (as such term is defined below) corresponding thereto;

WHEREAS, Assignee is desirous of acquiring all rights, title, and interest in and to the Trademarks, the Registrations and the Domain Names worldwide; and

WHEREAS, Assignor is willing to assign to Assignee all rights, title and interest in and to the Trademarks, the Registrations and the Domain Names worldwide;

WITNESSETH, THAT FOR AND IN CONSIDERATION of the mutual promises contained in the Purchase Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Seller:

1. **Assignment**. Seller hereby irrevocably assigns, transfers, grants, conveys and sells to Purchaser all rights, title and interest in and to:
 - (i) the trademarks identified on Schedule A hereto (the "Trademarks"), together with the goodwill appurtenant thereto, any and all common law rights therein, and the right to sue for and to recover damages and profits for third-party infringements of the Trademarks, if any, as of the date hereof;
 - (ii) all registrations for the Trademarks as identified on Schedule B hereto (the "Registrations"); and
 - (iii) the domain names identified on Schedule C hereto (the "Domain Names").

2. **Representation and Warranties**. Subject to Section 3 hereof, Assignor represents and warrants that:
 - (i) it is the sole and exclusive owner of the Trademarks, Registrations and Domain Names;
 - (ii) the Trademarks, Registrations and Domain Names are free and clear of all liens, encumbrances, charges, claims or other rights whatsoever of any third parties;
 - (iii) it has not heretofore transferred, pledged, or otherwise granted an interest in the Trademarks, the Registrations and/or the Domain Names, and the Trademarks, Registrations and Domain Names are not currently subject to any license agreement, settlement agreement, or covenant not to sue; and

(iv) the Trademarks, Registrations and Domain Names are valid and subsisting.

3. FOREVER YOUNG. The representations and warranties set forth in Section 2 shall not apply to the assignment of the unregistered mark FOREVER YOUNG, which assignment is limited to all of Seller's rights, title and interest therein.

[SIGNATURE PAGE FOLLOWS]

SO SWEET, LLC

By: [Signature]
Date: _____

STATE OF New York)
) ss.:
COUNTY OF New York)

On this 21st day of October, 2014, before me personally came Carl Eckhaus, to me known, who, being by me duly sworn, did depose and say that he is the President of So Sweet, LLC, described in and which executed the above instrument and acknowledged to me that he executed the same in his capacity.

[Signature]
Notary Public
JANICE ROMEO KELLER
Notary Public, State of New York
No. 01RO6059820
Qualified in Nassau County
Commission Expires 06/04/20 15
MAMIYE BROTHERS INC.

By: [Signature] VP
Date: 10/21/14

STATE OF New York)
) ss.:
COUNTY OF New York)

On this 21st day of October, 2014, before me personally came H. Mamiye, to me known, who, being by me duly sworn, did depose and say that he is the Vice President of Mamiye Brothers Inc., described in and which executed the above instrument and acknowledged to me that he executed the same in his capacity.

[Signature]
Notary Public
JANICE ROMEO KELLER
Notary Public, State of New York
No. 01RO6059820
Qualified in Nassau County
Commission Expires 06/04/20 15

Schedule A - Trademarks

SO SWEET
ANGELS SO SWEET
SWEET JEANS
FOREVER YOUNG
HISSYFIT BLUES

Schedule B - Registrations

U.S. Trademark Registrations

MARK	REG. NO.	GOODS
ANGELS SO SWEET	2,269,586	Class 25 - women's, girls' and children's jeans, pants, skirts, shorts, shirts, knit tops, jackets, jumpers and dresses
SWEET JEANS	2,938,418	Class 25 - wearing apparel, namely, jeans
SO SWEET	3,168,707	Class 25 - women's, girls' and children's jeans, pants, skirts, shorts, shirts, knit tops, jackets, jumpers and dresses
ANGELS SO SWEET	3,881,761	Class 18 - backpacks, luggage, and tote bags; Class 25 - pants, jeans, shirts, jackets, dresses, skirts, shorts, tops, tank tops, bottoms, shorts, loungewear, sleepwear, pajamas, night shirts, underwear, lingerie, bras, foundation garments, panties, boxer shorts, briefs, footwear, boots and shoes
HISSYFIT BLUES	3,327,859	Class 25 - women's, girls' and children's jeans, pants, skirts, shorts, jackets

Foreign Trademark Registrations

MARK	COUNTRY	REG. NO.	GOODS
ANGELS SO SWEET	Canada	TMA551,863	Women's, girls' and children's jeans, shorts and skirts
ANGELS SO SWEET	China	3,417,850	Class 25 - wearing apparel, namely, jeans, pants, skirts, shorts, shirts, knit tops, jackets, jumpers and dresses
ANGELS SO SWEET (stylized)	Hong Kong	300232028	Class 25 - wearing apparel, namely, jeans, pants, skirts, shorts, shirts, knit tops, jackets, jumpers and dresses
HISSYFIT BLUES	Canada	TMA727,503	Women's, girls' and children's jeans, pants, skirts, shorts, jackets
HISSYFIT BLUES	China	5,443,075	Class 25 - women's, girls' and children's jeans, pants, skirts,
HISSYFIT BLUES (stylized)	Hong Kong	300,665,631	Class 25 - women's, girls' and children's jeans, pants, skirts,

Schedule C – Domain Names

Network Solutions

AngelsJeans.com

AngelsSoSweet.com

Go Daddy

Angelsjeans.nyc

Angelssosweet.nyc