

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM327500

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wells Fargo Trade Capital Services, Inc., as attorney-in-fact for MSB International, Ltd.		12/24/2014	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ZG Apparel Group, LLC		
<b>Street Address:</b>	1375 Broadway, 12th Floor		
<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		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1967538	NEW YORK CITY SEPARATES CO.	
<b>Registration Number:</b>	1985317	NEW YORK CITY SHIRT CO.	
<b>Registration Number:</b>	1969013	NEW YORK CITY BLOUSE CO.	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2128945548		
<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>			
<b>Phone:</b>	212-940-8800		
<b>Email:</b>	david.sherman@kattenlaw.com		
<b>Correspondent Name:</b>	David B. Sherman		
<b>Address Line 1:</b>	575 Madison Avenue		
<b>Address Line 2:</b>	c/o Katten Muchin Rosenman LLP		
<b>Address Line 4:</b>	New York, NEW YORK 10022		
<b>ATTORNEY DOCKET NUMBER:</b>	386346-00001		
<b>NAME OF SUBMITTER:</b>	David B. Sherman		
<b>SIGNATURE:</b>	/David B. Sherman/		
<b>DATE SIGNED:</b>	12/29/2014		
<b>Total Attachments: 4</b>			

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## ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks (this "*Assignment*"), is made as of December 24, 2014, by WELLS FARGO TRADE CAPITAL SERVICES, INC., as attorney-in-fact for MSB International, Ltd. ("*Debtor*") under Special Power of Attorney, dated December 13, 2012 (in such capacity, "*Assignor*"), to ZG APPAREL GROUP, LLC ("*Assignee*").

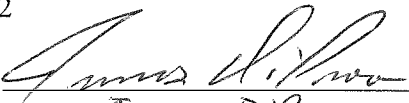
WHEREAS, Assignor, as secured party in possession of certain of Debtor's assets, desires to transfer and assign to Assignee all of Assignor's right, title and interest in and to the following (collectively, the "*Trademark Rights*"): (a) any and all of Debtor's trademarks, trade names, registered trademarks, trademark applications, service marks, registered service marks and service mark applications, including (i) the trade names, registered trademarks, trademark applications, registered service marks and service mark applications listed on Exhibit A attached hereto, (ii) all renewals thereof, (iii) all income, royalties, damages and payments now and hereafter due or payable under and with respect thereto, including payments under all licenses entered into in connection therewith and damages and payments for past or future infringements or dilutions thereof, (iv) the right to sue for past, present and future infringements and dilutions thereof, (v) the goodwill of Debtor's business symbolized by the foregoing or connected therewith, and (vi) all of Debtor's rights corresponding thereto throughout the world (collectively, the "*Trademarks*"); (b) any (i) licenses or other similar rights provided to Debtor in or with respect to any Trademark owned or controlled by any other person and (ii) any licenses or other similar rights provided to any other person in or with respect to any Trademark owned or controlled by Debtor ("*Trademark Licenses*"); (c) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark License; and (d) all products and proceeds (as that term is defined in the Uniform Commercial Code) of the foregoing, including any claim by Debtor against third parties for past, present or future (i) infringement or dilution of any Trademark or any Trademarks exclusively licensed under any Trademark License, including right to receive any damages, (ii) injury to the goodwill associated with any Trademark, or (iii) right to receive license fees, royalties, and other compensation under any Trademark License.

WHEREAS, Assignee desires to acquire the entire right, title and interest in and to the Trademark Rights;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor, as secured party in possession of the Debtor's Trademark Rights, hereby assigns and transfers to Assignee all of Assignor's right, title, and interest in the Trademark Rights. All rights and privileges associated with the Trademark Rights, including the right to sue for and recover all damages from any past or future infringements or other violations of the Trademark Rights, will be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, Assignor has executed this Assignment of Trademarks on the date first written above.

WELLS FARGO TRADE CAPITAL SERVICES,  
INC., as attorney-in-fact for MSB International, Ltd.  
under Special Power of Attorney, dated December 13,  
2012

By:   
Name: James DiProia  
Title: Senior Vice President

STATE OF Georgia )  
 ) ss.:  
COUNTY OF Clayton )

On the 24<sup>th</sup> day of December 2014, before me personally came James Vincent Suprieva, to me known, who being by me duly sworn, did depose and say, that he/she is the SVP of WELLS FARGO TRADE CAPITAL SERVICES, INC., the company described in and which executed the foregoing instrument, and that he/she signed his/her name thereto by order of the board of directors of said company.

May S. Barker  
Notary Public

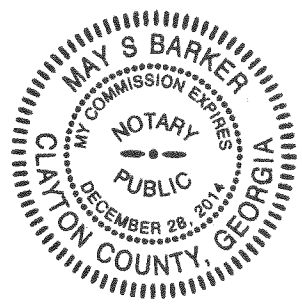


EXHIBIT A TO ASSIGNMENT OF TRADEMARKS

	<b>Serial Number</b>	<b>Registration Number</b>	<b>Trademark</b>
1	74674802	1967538	New York City Separates Co.
2	74659556	1985317	New York City Shirt Co.
3	74659555	1969013	New York City Blouse Co.