

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM328222

<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>
EI-LO, Inc.		09/02/2014	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	TSC Apparel, LLC		
<b>Street Address:</b>	895 Central Avenue		
<b>Internal Address:</b>	Suite 900		
<b>City:</b>	Cincinnati		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	45202		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: OHIO		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4510681	EI-LO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	5025402268		
<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>	502-587-3707		
<b>Email:</b>	aberge@bgdlegal.com		
<b>Correspondent Name:</b>	Amy B. Berge		
<b>Address Line 1:</b>	101 S. Fifth Street		
<b>Address Line 2:</b>	3500 National City Tower		
<b>Address Line 4:</b>	Louisville, KENTUCKY 40202		
<b>ATTORNEY DOCKET NUMBER:</b>	101119.03		
<b>NAME OF SUBMITTER:</b>	Amy B. Berge		
<b>SIGNATURE:</b>	/Amy B. Berge/		
<b>DATE SIGNED:</b>	01/07/2015		
<b>Total Attachments: 2</b>			
source=Trademark Assignment Agreement - EI-LO, Inc. and TSC Apparel, LLC (9-2-14)#page1.tif			
source=Trademark Assignment Agreement - EI-LO, Inc. and TSC Apparel, LLC (9-2-14)#page2.tif			

CH \$40.00 4510681

## TRADEMARK ASSIGNMENT AGREEMENT

This TRADEMARK ASSIGNMENT AGREEMENT ("Agreement") is entered into and effective as of the 2 day of September, 2014 (the "Effective Date"), by and between **EI-LO, INC. (ALSO KNOWN AS EI-LO)**, a California corporation whose address is 2102-B Alton Parkway, Irvine, California 92606 ("Assignor"), and **TSC APPAREL, LLC**, an Ohio limited liability company, whose address is 895 Central Ave. Suite 900, Cincinnati, Ohio 45202 ("Assignee").

### RECITALS

A. Assignor recently transferred and sold to Assignee all of Assignor's assets related to the portion of its business operated under the EI-LO brand, including, without limitation, the trademarks and trademark applications and registrations set forth on Exhibit A, which is attached hereto and incorporated herein by reference; and

B. Assignor desires to transfer and assign to Assignee, and Assignee desires to receive from Assignor, the trademarks and trademark applications and registrations set forth on Exhibit A, along with all rights, titles, and interests in and to such trademarks and trademark applications and registrations, together with any goodwill of Assignor's business symbolized by such trademarks.

### AGREEMENT

NOW, THEREFORE, the parties hereby agree as follows:

1. **ASSIGNMENT.** To the extent it has not done so already, Assignor hereby transfers and assigns to Assignee and its successor and assigns, without any restrictions, the trademarks and trademark applications and registrations set forth on Exhibit A, along with all right, title, and interest in and to such trademarks and trademark applications and registrations, together with any goodwill of Assignor's business symbolized by such trademarks.

2. **GOVERNING LAW.** This Agreement shall be interpreted and construed in accordance with the laws of the State of Ohio without regard to its conflict of law rules or principles.

IN WITNESS WHEREOF, the parties have entered into this Agreement as of the Effective Date.

EI-LO, INC.  
"Assignor"

By: [Signature]

Name: EDWARD CHAVEZ

Title: PRESIDENT

TSC APPAREL, LLC  
"Assignee"

By: [Signature]

Name: Dennis W. Blazer

Title: CFO

**Exhibit A**

<b>Mark App. No. Reg. No.</b>	<b>Country</b>	<b>Goods</b>
<b>EI-LO</b> App. No. 86/053,123 Reg. No. 4,510,681	United States	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1,649,906 Reg. No. —	Canada	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. 1176819	International through WIPO (Madrid Protocol)	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. 1583975	Australia (International Extension)	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. —	China (International Extension)	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. —	Colombia (International Extension)	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. 1176819	European Union (CTM) (International Extension)	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. 1176819	Japan (International Extension)	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. 1176819	South Korea (International Extension)	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. 1176819	Mexico (International Extension)	<u>Class 25</u> : Wearing apparel namely T-shirts
<b>EI-LO</b> App. No. 1176819 Reg. No. 985654	New Zealand (International Extension)	<u>Class 25</u> : Wearing apparel namely T-shirts

15631672\_2.docx