

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM334270

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Those Characters From Cleveland, Inc.		03/03/2015	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	Shortcake IP Holdings LLC		
Street Address:	1450 Broadway		
Internal Address:	3rd Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 37			
Property Type	Number	Word Mark	
Registration Number:	1201259	BLUEBERRY MUFFIN	
Registration Number:	1117262	STRAWBERRY SHORTCAKE	
Registration Number:	1267116	STRAWBERRY SHORTCAKE	
Registration Number:	1564827	STRAWBERRY SHORTCAKE	
Registration Number:	1959123	STRAWBERRY SHORTCAKE	
Registration Number:	2309010	STRAWBERRY SHORTCAKE	
Registration Number:	2901936	STRAWBERRY SHORTCAKE	
Registration Number:	3775071	WATERMELON KISS	
Registration Number:	3931764	PUPCAKE	
Registration Number:	3926692	BERRYKIN	
Registration Number:	2887531	STRAWBERRY SHORTCAKE	
Registration Number:	2925739	STRAWBERRY SHORTCAKE	
Registration Number:	3171964	STRAWBERRY SHORTCAKE	
Registration Number:	2803695	STRAWBERRY SHORTCAKE	
Registration Number:	3216265	LEMON MERINGUE	
Registration Number:	2856798	STRAWBERRY SHORTCAKE	
Registration Number:	4580350	STRAWBERRY SHORTCAKE	
Registration Number:	4176397	CHERRY JAM	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	4196032	STRAWBERRY SHORTCAKE
Registration Number:	4443977	ORANGE BLOSSOM
Registration Number:	4062315	PLUM PUDDING
Serial Number:	86442819	RASPBERRY TART
Serial Number:	85629057	MARMALADE
Serial Number:	85629059	SCOUTY
Serial Number:	85629061	PITTERPATCH
Serial Number:	85629062	CINNAPUP
Serial Number:	85629064	CHIFFON
Serial Number:	85913691	HUCKLEBERRY HASH
Serial Number:	85913716	TEA BLOSSOM
Serial Number:	86121860	HUCKLEBERRY PIE
Serial Number:	86246759	TEA TIME TURTLE
Serial Number:	86246766	SOUR GRAPES
Serial Number:	86246772	APPLE DUMPLIN
Serial Number:	86246776	SWEET GRAPES
Serial Number:	86442824	RASPBERRY TORTE
Serial Number:	86408929	STRAWBERRY SHORTCAKE
Serial Number:	86545534	HENNA

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 212-730-0030

Email: tsoinger@iconixbrand.com

Correspondent Name: Tracy Soinger

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:	SSC
NAME OF SUBMITTER:	Tracy Soinger
SIGNATURE:	/tsoinger/
DATE SIGNED:	03/06/2015

Total Attachments: 7
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment") is made and entered into, effective as of March 3, 2015, by and between Those Characters From Cleveland, Inc., an Ohio corporation, One American Road, Cleveland, Ohio 44144 ("Assignor"), and Shortcake IP Holdings LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignor and Assignee, et. al, entered into an Asset Purchase Agreement (the "Purchase Agreement") dated February 2, 2015, providing for the sale and conveyance of certain intellectual property and other related assets from Assignor to Assignee;

WHEREAS, Assignor is the owner of the trademarks and corresponding trademark registrations and/or applications set forth on Exhibit A hereto (and hereinafter referred to as the "Trademarks");

WHEREAS, Assignor desires to sell, transfer, and assign all of its right, title, and interest in and to the Trademarks to Assignee and Assignee desires to receive same;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

(1) Assignor hereby sells, transfers, and assigns to Assignee and its successors and assigns, all right, title, and interest held by Assignor in and to the Trademarks throughout the world, together with all the goodwill symbolized thereby and the business associated therewith, which business is ongoing and existing; all Trademark registrations and applications, renewals and extensions thereof, that are or may be secured under the laws of the United States and all foreign countries; and the right to sue for infringement of the Trademarks. All of the foregoing shall be held and enjoyed by Assignee, for its own use and benefit and for the use and benefit of its successors, assigns, and other legal representatives as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment not been made.

(2) The validity, interpretation, and all other matters relating to this Assignment will be determined in accordance with the laws of the State of Delaware. Any action or proceeding seeking to enforce any provision of, or based on any right arising out of, this Assignment may be brought against any of the parties in the courts of the State of Delaware or in the United States District Court in Delaware, and each of the parties consents to the jurisdiction of such courts (and of the appropriate appellate courts) in any such action or proceeding and waives any objection to venue laid therein and any objection relating to the basis for personal jurisdiction. Each of the parties agrees that service of process may be made by mailing a copy of the summons to each party at the party's address first set forth above or to such other address which the party may subsequently specify to the other parties by written notice.

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment as of the date set forth above.

ASSIGNOR

Those Characters From Cleveland, Inc.

By: 

Secretary

Its: _____

ASSIGNEE:

Shortcake IP Holdings LLC

By: Iconix Brand Group, Inc., its Manager

By: _____

Neil Cole

Its: Chief Executive Officer

[Signature Page to Trademark Assignment]

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment as of the date set forth above.

ASSIGNOR

Those Characters From Cleveland, Inc.

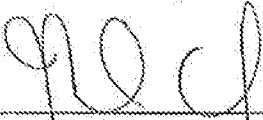
By: _____

Its: _____

ASSIGNEE:

Shortcake IP Holdings LLC

By: Iconix Brand Group, Inc., its Manager

By: 

Neil Cole

Its: Chief Executive Officer

STATE OF OHIO)
COUNTY OF Cuyahoga)

The foregoing instrument was acknowledged before me this 3rd day of March, 2015, by Christopher Haffner Secretary of Those Characters From Cleveland, Inc., an Ohio corporation, on behalf of the corporation.

Karen A. Santagata

Notary Public, State of Ohio
Printed Name of Notary: _____
My Commission No.: _____
My Commission Expires: _____



KAREN A. SANTAGATA
NOTARY PUBLIC
STATE OF OHIO
Recorded in
Cuyahoga County
My Comm. Exp. 9/14/18

EXHIBIT A – TRADEMARKS

[Attached]

Country	Trademark	Status	Application/ Registration #/s
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United States	BLUEBERRY MUFFIN	Registered	1201259
United States	STRAWBERRY SHORTCAKE	Registered	1117262
United States	STRAWBERRY SHORTCAKE	Registered	1267116
United States	STRAWBERRY SHORTCAKE	Registered	1564827
United States	STRAWBERRY SHORTCAKE	Registered	1959123
United States	STRAWBERRY SHORTCAKE	Registered	2309010
United States	STRAWBERRY SHORTCAKE	Registered	2901936
United States	WATERMELON KISS	Registered	3775071
United States	PUPCAKE	Registered	3931764
United States	BERRYKIN	Registered	3926692
United States	STRAWBERRY SHORTCAKE	Registered	2887531
United States	STRAWBERRY SHORTCAKE	Registered	2925739
United States	STRAWBERRY SHORTCAKE	Registered	3171964
United States	STRAWBERRY SHORTCAKE	Registered	2803695
United States	LEMON MERINGUE	Registered	3216265
United States	STRAWBERRY SHORTCAKE	Registered	2856798
United States	STRAWBERRY SHORTCAKE	Registered	4580350
United States	CHERRY JAM	Registered	4176397
United States	RASPBERRY TART	Pending	86442819
United States	MARMALADE	Allowed	85629057
United States	SCOUTY	Allowed	85629059
United States	PITTERPATCH	Allowed	85629061
United States	CINNAPUP	Allowed	85629062

Country	Trademark	Status	Application/ Registration #s
United States	CHIFFON	Allowed	85629064
United States	HUCKLEBERRY HASH	Allowed	85913691
United States	TEA BLOSSOM	Allowed	85913716
United States	STRAWBERRY SHORTCAKE	Registered	4198032
United States	ORANGE BLOSSOM	Registered	4443977
United States	HUCKLEBERRY PIE	Allowed	86121860
United States	TEA TIME TURTLE	Suspended	86246759
United States	SOUR GRAPES	Allowed	86246766
United States	APPLE DUMPLIN	Allowed	86246772
United States	SWEET GRAPES	Allowed	86246776
United States	RASPBERRY TORTE	Pending	86442624
United States	STRAWBERRY SHORTCAKE	Suspended	86408929

United States	PLUM PUDDING	Registered	4062315
United States	HENNA	Pending	86545534