

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM347996

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Naartjie Custom Kids, Inc.		03/31/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Truworths Limited		
Street Address:	No. 1 Mostert Street		
City:	Cape Town, Western Cape		
State/Country:	SOUTH AFRICA		
Entity Type:	Public company: SOUTH AFRICA		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3958858	JIE JIE	
Registration Number:	2634605	NAARTJIE	
Registration Number:	2634604	NAARTJIE	
Registration Number:	3866388	NAARTJIE KIDS	
Registration Number:	3866389	NAARTJIE KIDS	
CORRESPONDENCE DATA			
Fax Number:	3036293450		
<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:	(303) 629-3400		
Email:	docketing-dv@dorsey.com		
Correspondent Name:	Dorsey & Whitney LLP		
Address Line 1:	1400 Wewatta St., Suite 400		
Address Line 2:	IP Department		
Address Line 4:	Denver, COLORADO 80202-5549		
ATTORNEY DOCKET NUMBER:	T201380.US.01		
NAME OF SUBMITTER:	Jennifer D. Collins, CO Bar Member		
SIGNATURE:	/Jennifer D. Collins/		
DATE SIGNED:	07/14/2015		
Total Attachments: 4			

OP \$140.00 3958858

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TRADEMARK ASSIGNMENT

WHEREAS, Naartjie Custom Kids, Inc., a Delaware corporation, ("Assignor"), is the owner of the trademarks, trademark registrations and trademark applications including but not limited to those more fully described in Exhibit A hereto (the "Marks");

WHEREAS, Assignor and Truworths Limited, a public company organized under the laws of the Republic of South Africa ("Assignee"), have executed that certain Asset Purchase Agreement dated 21 November 2014 (the "APA") pursuant to which Assignor agreed, subject to certain conditions, to assign the Marks to Assignee;

WHEREAS, pursuant to the terms of the APA, Assignor desires to assign and Assignee desires to receive all of Assignor's right, title and interest in and to the Marks, together with the goodwill associated therewith.

NOW THEREFORE, for the consideration set forth in the APA, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, assigns and sets over unto Assignee, its successors and assigns, all of Assignor's entire right, title and interest in and to the Marks, in the United States of America, Australia, Canada, China, the European Union, India, Israel, Japan, New Zealand, Saudi Arabia, South Africa and the United Kingdom, together with the goodwill associated therewith, all common law rights related to the Marks, all rights of registration, priority, renewal and extension, all domain names that contain the Marks and are under the control or direction of assignor, and the right to recover for damages and profits for past infringements thereof.

Assignor agrees to execute and deliver at the request of Assignee all papers, instruments, and assignments, and to perform any other reasonable acts Assignee may request in order to vest all of Assignor's right, title, and interest in and to the Marks in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.

IN TESTIMONY WHEREOF, the undersigned Assignor and Assignee have executed this Assignment effective as of 31 March 2015.

ASSIGNOR

ASSIGNEE

By:



By:



Name:

Glenn Wood

Name:

David Brian Pfaff

Designation:

Chief Executive Officer

Designation:

Chief Financial Officer

Date:

13th May 2015

Date:

18th May 2015

EXHIBIT A

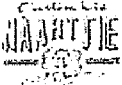
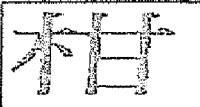
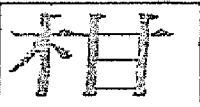




Country	Trademark	Reg. #	Reg. Date
Australia	CUSTOM KID NAARTJIE & Design (In class 25) 	655856	March 15, 1995
Canada	NAARTJIE	597549	December 15, 2003
China	NAARTJIE (in class 25)	5421736	October 28, 2009
China	NAARTJIE (in class 35)	5421735	September 14, 2009
China	NAARTJIE (in Chinese Characters) (In class 25) 	5421738	October 28, 2009
China	NAARTJIE (In Chinese Characters) (In class 35) 	5421737	July 21, 2010
China	NAARTJIE (Stylized) (in class 25) 	5421734	October 28, 2009
China	NAARTJIE (Stylized) (in class 35) 	5421733	September 14, 2009
European Union	NAARTJIE (in classes 25 and 35)	2322428	July 30, 2001
India	NAARTJIE (in classes 25 and 35)	1454300	May 26, 2006
India	NAARTJIE (Stylized) (in	1454299	May 26, 2009

Exhibit A-1

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	classes 25 and 35) naartjie		
Israel	NAARTJIE (in class 25)	246050	February 4, 2014
Japan	NAARTJIE (in class 25)	5004625	November 17, 2006
Japan	NAARTJIE (Stylized) (in class 25) naartjie	5004624	November 17, 2006
New Zealand	CUSTOM KID NAARTJIE & Design (in class 24) 	246638	March 9, 1995
New Zealand	CUSTOM KID NAARTJIE & Design 	229234	August 11, 1993
Saudi Arabia	NAARTJIE (in class 25)	1400/96	February 11, 2013
South Africa	JIE JIE (in class 25)	2010/09235	May 7, 2012
South Africa	NAARTJIE (in class 25)	2010/09233	January 5, 2012
South Africa	NAARTJIE (in class 35)	2010/09234	January 5, 2012
United Kingdom	CUSTOM KID NAARTJIE & Design (in class 24) 	2014637	March 17, 1995
United Kingdom	NAARTJIE (in classes 25 and 35)	2266100	April 2, 2001
United Kingdom	NAARTJIE (Stylized) (in classes 25 and 35)	2266098	April 2, 2001

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	naartjie		
United States of America	JIE JIE (in class 25)	3958858	May 10, 2011
United States of America	NAARTJIE (in classes 25 and 35)	2634605	October 15, 2002
United States of America	NAARTJIE (Stylized) (in classes 25 and 35) naartjie	2634604	October 15, 2002
United States of America	NAARTJIE KIDS (in class 35)	3866388	October 26, 2010
United States of America	NAARTJIE KIDS & Device (in class 35) naartjiekids	3,866,389	October 26, 2010

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