

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM361919

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Burch Acquisition, LLC		07/31/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	C Wonder Licensing, LLC		
Street Address:	475 Tenth Avenue		
Internal Address:	4th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 28			
Property Type	Number	Word Mark	
Serial Number:	85285609	C.	
Serial Number:	85285604	C.	
Serial Number:	85285617	C.	
Serial Number:	85976279	C.	
Serial Number:	85285613	C.	
Serial Number:	85285610	C.	
Serial Number:	85976241	C.	
Serial Number:	85105534	C. WONDER	
Serial Number:	85977571	C. WONDER	
Serial Number:	85976069	C. WONDER	
Serial Number:	85976066	C. WONDER	
Serial Number:	85105538	C. WONDER	
Serial Number:	85976162	C. WONDER	
Serial Number:	85105531	C. WONDER	
Serial Number:	85976181	C. WONDER	
Serial Number:	85105529	C. WONDER	
Serial Number:	85469260	C. WONDER	
Serial Number:	86053616	C. WONDER	
TRADEMARK			

OP \$715.00 85285609

Property Type	Number	Word Mark
Serial Number:	85285590	C. WONDER
Serial Number:	85285588	C. WONDER
Serial Number:	85285586	C. WONDER
Serial Number:	85285593	C. WONDER
Serial Number:	85285600	C. WONDER
Serial Number:	85285595	C. WONDER
Serial Number:	85976308	C. WONDER
Serial Number:	85285592	C. WONDER
Serial Number:	85976208	C. WONDER
Serial Number:	85976207	C. WONDER

CORRESPONDENCE DATA

Fax Number: 2158325767

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: 215-569-5767

Email: perry@blankrome.com

Correspondent Name: David M. Perry

Address Line 1: Blank Rome LLP

Address Line 2: One Logan Square, 8th Floor

Address Line 4: Philadelphia, PENNSYLVANIA 19103-6998

ATTORNEY DOCKET NUMBER: 135944-00104

NAME OF SUBMITTER: David M. Perry

SIGNATURE: /David M. Perry/

DATE SIGNED: 11/11/2015

Total Attachments: 9

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UNITED STATES MASTER TRADEMARK ASSIGNMENT

WHEREAS, Burch Acquisition, LLC, a Delaware limited liability company (“**Assignor**”), is the owner of the United States trademark applications and registrations listed on Schedule A attached hereto (collectively, the “**Marks**”);

WHEREAS, C Wonder Licensing, LLC, a Delaware limited liability company (“**Assignee**”), having a place of business at 475 Tenth Avenue, 4th Floor, New York, New York 10018, is desirous of acquiring the Marks and the goodwill associated therewith;

WHEREAS, Assignor has entered into a certain Asset Purchase Agreement dated July 16, 2015 by and among Assignor, Assignee, Xcel Brands, Inc. and certain other parties thereto (the “**Purchase Agreement**”); and

WHEREAS, pursuant to the Purchase Agreement, among other things, the parties hereto are to execute and deliver this United States Master Trademark Assignment in connection with the closing of the transactions contemplated thereunder.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all of Assignor’s right, title and interest in and to the Marks, together with the goodwill symbolized by such Marks, and the right to sue for and take action with respect to past infringements.

Assignor and Assignee agree that this United States Master Trademark Assignment is subject to the terms and conditions of the Purchase Agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor and Assignee have signed this Assignment
this 31st day of July, 2015.

ASSIGNOR:

BURCH ACQUISITION, LLC

By: J. B. Card
Name: J. Brian Card
Title: Manager

ASSIGNEE:

C WONDER LICENSING, LLC

By: _____
Name:
Title:

IN WITNESS WHEREOF, Assignor and Assignee have signed this Assignment
this 31st day of July, 2015.

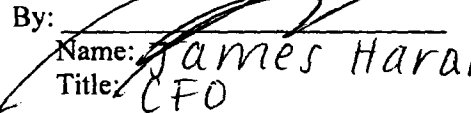
ASSIGNOR:

BURCH ACQUISITION, LLC

By: _____
Name:
Title:

ASSIGNEE:

C WONDER LICENSING, LLC

By: 
Name: James Haran
Title: CFO

Signature Page to U.S. Master Trademark Assignment

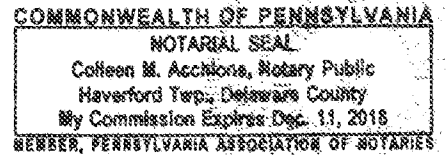
STATE OF PENNSYLVANIA)
) ss.:
COUNTY OF DELAWARE)

ACKNOWLEDGMENT

On this 30 day of JULY, 2015, before me came J. PAUL GARDNER,
Manager of Burch Acquisition, LLC, who acknowledged that he/she/it executed the
above instrument as his/her/its own act and deed, with full authority to do so.

Colleen M. Accione








Notary Public











SCHEDULE A




The Marks

[attached]

Country	Mark	Status	Fil./Reg. Date	App./Reg. No.	Goods and Services
United States	C. Stylized 	Allowed	F: 04 Apr 2011	AN: 85/285,609	(Int'l Class 20): Decorative boxes made of wood
United States	C. Stylized 	Allowed	F: 04 Apr 2011	AN: 85/285,604	(Int'l Class 25): Clothing namely, shirts, pants, sweaters, and shoes
United States	C. Stylized 	Registered	F: 04 Apr 2011 R: 10 Apr 2012	AN: 85/285,617 RN: 4,126,794	(Int'l Class 4): Candles
United States	C. Stylized 	Registered	F: 04 Apr 2011 R: 27 Mar 2012	AN: 85/976,279 RN: 4,119,735	(Int'l Class 9): Eyewear, namely, sunglasses, eyeglasses and ophthalmic frames and cases therefore; electronics, namely, cell phone cases, and audio headphones
United States	C. Stylized 	Registered	F: 04 Apr 2011 R: 10 Apr 2012	AN: 85/285,613 RN: 4,126,793	(Int'l Class 14): Jewelry, namely, earrings, necklaces, bracelets, and watches; decorative boxes made of precious metal
United States	C. Stylized 	Registered	F: 04 Apr 2011 R: 12 Mar 2013	AN: 85/285,610 RN: 4,301,959	(Int'l Class 18): casual sport bags; all-purpose athletic bags; sports bags; luggage; duffle bags; book bags; messenger bags; purses; wallets; key cases; umbrellas; leather key chains; briefcase-type portfolios; cosmetic cases sold empty; luggage tags; hand bags, tote bags
United States	C. Stylized 	Registered	F: 04 Apr 2011 R: 27 Mar 2012	AN: 85/976,241 RN: 4,119,727	(Int'l Class 35): Retail store services featuring clothing, jewelry, housewares, stationery, leather goods and bags, eyewear, and electronics; online retail store services featuring clothing, furniture, jewelry, housewares, stationery, leather goods and bags, eyewear, and electronics
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 05 Nov 2013	AN: 85/105,534 RN: 4,429,109	(Int'l Class 6): Key fobs of common metal.
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 13 Nov 2012	AN: 85/977,571 RN: 4,243,712	(Int'l Class 18): Umbrellas; briefcase-type portfolios; luggage tags; (Int'l Class 20): Key fobs not of metal.

Country	Mark	Status	Fil./Reg. Date	App./Reg. No.	Goods and Services
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 06 Mar 2012	AN: 85/976,069 RN: 4,110,324	<i>(Int'l Class 35):</i> Retail store services featuring clothing, jewelry, housewares, stationery, leather goods and bags, eyewear, and electronics; online retail store services featuring clothing, furniture, jewelry, housewares, stationery, leather goods and bags, eyewear, and electronics
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 13 Mar 2012	AN: 85/976,066 RN: 4,113,162	<i>(Int'l Class 25):</i> Clothing, namely, shirts, pants, sweaters, jackets, coats, shoes, boots, skirts, dresses, blouses, belts, and scarves
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 04 Nov 2014	AN: 85/105,538 RN: 4,632,612	<i>(Int'l Class 21):</i> Beverage glassware; serving trays
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 06 Mar 2012	AN: 85/976,162 RN: 4,110,336	<i>(Int'l Class 18):</i> Leather goods, namely, briefcases; casual sport bags; all-purpose athletic bags; sports bags; luggage; duffle bags; book bags; messenger bags; purses; wallets; key cases; leather key chains; cosmetic cases sold empty; umbrellas; hand bags; tote bags
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 06 Mar 2012	AN: 85/105,531 RN: 4,109,675	<i>(Int'l Class 14):</i> Jewelry, namely earrings, necklaces, bracelets, and watches; decorative boxes made of precious metal
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 13 Mar 2012	AN: 85/976,181 RN: 4,113,167	<i>(Int'l Class 9):</i> Eyewear, namely, sunglasses, eyeglasses and ophthalmic frames and cases therefor; electronics, namely, cell phone cases, and audio headphones
United States	C. WONDER	Registered	F: 11 Aug 2010 R: 06 Mar 2012	AN: 85/105,529 RN: 4,109,674	<i>(Int'l Class 4):</i> Candles
United States	C. WONDER	Allowed	F: 10 Nov 2011	AN: 85/469,260	<i>(Int'l Class 43):</i> Hotel services; restaurant and cafe services
United States	C. WONDER & Elongated Design 	Registered	F: 02 Sep 2013 R: 04 Nov 2014	AN: 86/053,616 RN: 4,633,782	<i>(Int'l Class 35):</i> Retail store services featuring clothing, jewelry, housewares, stationery, leather goods and bags, eyewear, and electronics; online retail store services featuring clothing, jewelry, housewares, stationery, leather goods and bags, eyewear, and electronics

Country	Mark	Status	Fil./Reg. Date	App./Reg. No.	Goods and Services
United States	C. WONDER Stylized 	Allowed	F: 04 Apr 2011	AN: 85/285,590	<i>(Int'l Class 16):</i> Stationery, namely, journals and note cards;
United States	C. WONDER Stylized 	Allowed	F: 04 Apr 2011	AN: 85/285,588	<i>(Int'l Class 20):</i> Picture frames; decorative boxes made of wood
United States	C. WONDER Stylized 	Allowed	F: 04 Apr 2011	AN: 85/285,586	<i>(Int'l Class 25):</i> Hats, flip-flops, sandals, sneakers
United States	C. WONDER Stylized 	Allowed	F: 04 Apr 2011	AN: 85/285,593	<i>(Int'l Class 9):</i> mp3 players and cases therefore; cell phones cases
United States	C. WONDER Stylized 	Registered	F: 04 Apr 2011 R: 12 Mar 2013	AN: 85/285,600 RN: 4,301,958	<i>(Int'l Class 18):</i> Casual sport bags; all-purpose athletic bags; sports bags; luggage; duffle bags; book bags; messenger bags; purses; wallets; key cases; umbrellas; leather key chains; briefcase-type portfolios; cosmetic cases sold empty; luggage tags; hand bags, tote bags
United States	C. WONDER Stylized 	Registered	F: 04 Apr 2011 R: 10 Apr 2012	AN: 85/285,595 RN: 4,126,792	<i>(Int'l Class 4):</i> Candles
United States	C. WONDER Stylized 	Registered	F: 04 Apr 2011 R: 08 May 2012	AN: 85/976,308 RN: 4,140,397	<i>(Int'l Class 9):</i> Eyewear, namely, sunglasses, eyeglasses and ophthalmic frames and cases therefor; electronics, namely, and audio headphones

Country	Mark	Status	Fil./Reg. Date	App./Reg. No.	Goods and Services
United States	C. WONDER Stylized 	Registered	F: 04 Apr 2011 R: 17 Apr 2012	AN: 85/285,592 RN: 4,129,752	<i>(Int'l Class 14):</i> Jewelry, namely, earrings, necklaces, bracelets, and watches; decorative boxes made of precious metal
United States	C. WONDER Stylized 	Registered	F: 04 Apr 2011 R: 08 May 2012	AN: 85/976,208 RN: 4,140,395	<i>(Int'l Class 25):</i> Clothing, namely, shirts, pants, sweaters, jackets, coats, shoes, boots, skirts, dresses, blouses, belts, and scarves
United States	C. WONDER Stylized 	Registered	F: 04 Apr 2011 R: 08 May 2012	AN: 85/976,207 RN: 4,140,394	<i>(Int'l Class 35):</i> Retail store services featuring clothing, jewelry, housewares, stationery, leather goods and bags, eyewear, and electronics; online retail store services featuring clothing, furniture, jewelry, housewares, stationery, leather goods and bags, eyewear, and electronics