

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM441305

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CITIZENS OF HUMANITY, LLC		08/28/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	MILBERG FACTORS OF CALIFORNIA, INC.		
Street Address:	99 Park Avenue		
Internal Address:	21st Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10016		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Registration Number:	2940943	CITIZENS OF HUMANITY	
Registration Number:	3280372	CITIZENS OF HUMANITY	
Registration Number:	4298513	CITIZENS OF HUMANITY	
Registration Number:	4364964	CITIZENS OF HUMANITY	
Registration Number:	4663284	CITIZENS OF HUMANITY	
Registration Number:	3190477	H	
Registration Number:	3757855	H	
Registration Number:	3081324	H	
Registration Number:	3089176	H H	
Registration Number:	3990286	COH	
Registration Number:	3546026	C OF H	
Registration Number:	3687461	GOLDSIGN	
Registration Number:	4659794	AGOLDE	
Registration Number:	4486613	FABRIC BRAND	
Registration Number:	4695023	HUMANITY BY CITIZENS OF HUMANITY	
CORRESPONDENCE DATA			
Fax Number:	2126436500		

CH \$390.00 2940943

TRADEMARK

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) 643-7000
Email: pto@sillscummis.com
Correspondent Name: Ilaria Maggioni, Sills Cummis & Gross PC
Address Line 1: 101 Park Avenue, 28th Floor
Address Line 4: New York, NEW YORK 10178

NAME OF SUBMITTER:	Ilaria Maggioni
SIGNATURE:	/Ilaria Maggioni/
DATE SIGNED:	08/30/2017

Total Attachments: 11
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TRADEMARK SECURITY

WHEREAS, CITIZENS OF HUMANITY, LLC, a limited liability company organized under the laws of the State of Delaware, located at 5715 Bickett Street Huntington Park, CA 90255 (the "Borrower"), and GETTING BACK TO SQUARE ONE, LLC, a limited liability company organized under the laws of the State of California, located at 5715 Bickett Street Huntington Park, CA 90255 (the "Guarantor") (collectively herewith the "Companies") have adopted, used and are using the respective marks shown in the attached Schedule A (the "Trademarks"), for which there are registrations and/or applications in the United States Patent and Trademark Office and other jurisdictions under the numbers shown in the attached Schedule A; and

WHEREAS, the Companies are obligated to MILBERG FACTORS OF CALIFORNIA, INC. (the "Lender") pursuant to (i) a certain Credit Agreement dated on the same date hereof, between the Lender, on the one hand, and the Borrower and certain Guarantors and other related entities, on the other hand; and (ii) a certain Security Agreement, dated on the same date hereof, by the Borrower and certain Guarantors in favor of the Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, the Companies are granting to the Lender a security interest in their respective Trademarks, the goodwill of the business associated with or symbolized by the Trademarks, and the registrations and applications therefor.

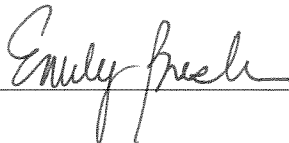
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Companies do hereby grant to the Lender a security interest in and to their respective Trademarks, together with the goodwill of the business associated with or symbolized by the Trademarks, and registrations and applications therefor, which security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

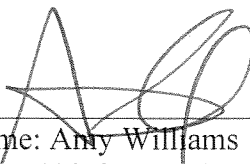
The Companies expressly acknowledge and affirm that the rights and remedies of the Lender with respect to the security interest granted hereby are more fully set forth in the Agreements.

Place of Execution: Santa Monica, California
Dated: August 28, 2017

Witness:

CITIZENS OF HUMANITY, LLC,



By: 

Name: Amy Williams
Title: Chief Executive Officer

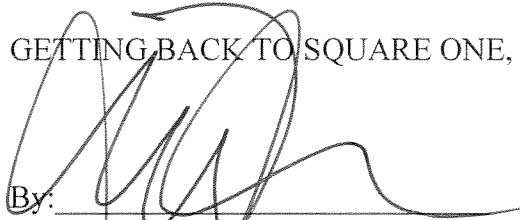
Place of Execution: Santa Monica, California

Dated: August 28, 2017

Witness:

GETTING BACK TO SQUARE ONE, LLC,




By: _____
Name: Gary Freedman
Title: Chief Operating Officer

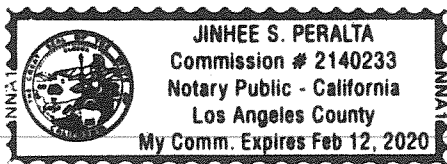
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy or validity of that document.

STATE OF CALIFORNIA)
: ss.:
COUNTY OF LOS ANGELES)

On the 28 day of August, 2017, before me, Jinhee S. Peralta,
a notary public, personally appeared Amy Williams, who
proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the
person(s), or the entity upon behalf of which the persons(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that
the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



[Signature]
Notary Public

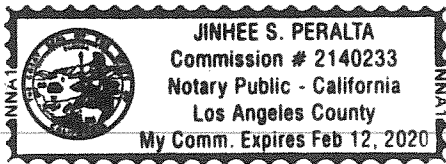
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STATE OF CALIFORNIA)
 : ss.:
COUNTY OF LOS ANGELES)

On the 28 day of August, 2017, before me, Jinhee S. Peralta,
a notary public, personally appeared Gary Freedman, who
proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the
person(s), or the entity upon behalf of which the persons(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that
the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



[Handwritten Signature]
Notary Public

SCHEDULE A

Trademark Registration and Pending Applications of CITIZENS OF HUMANITY, LLC

Mark	Country	Status	Serial #	FilingDate	Reg #	RegDate	Classes
Citizens of Humanity	United States	Registered	78/975,738	1/22/2003	2,940,943	4/12/2005	25
Citizens of Humanity	United States	Registered	78/206,131	1/22/2003	3,280,372	8/14/2007	25
Citizens of Humanity	United States	Registered	78/489,539	9/24/2004	4,298,513	3/5/2013	18
Citizens of Humanity	United States	Registered	77/767,053	6/24/2009	4,364,964	7/9/2013	35
Citizens of Humanity	United States	Registered	86/284,160	5/16/2014	4,663,284	12/30/2014	16
"h" Solid Design	United States	Registered	76/616,169	10/12/2004	3,190,477	1/2/2007	25
"h" Solid Design	United States	Registered	76/616,168	10/12/2004	3,757,855	3/9/2010	25
"h" Stitched Design	United States	Registered	76/617,317	10/20/2004	3,081,324	4/18/2006	25
Dual Rear Pocket Design	United States	Registered	76/617,318	10/20/2004	3,089,176	5/9/2006	25
COH	United States	Registered	77/123,777	3/6/2007	3,990,286	7/5/2011	25
C of H	United States	Registered	77/321,968	11/5/2007	3,546,026	12/16/2008	25
Goldsign	United States	Registered	78/529,381	12/8/2004	3,687,461	9/22/2009	25
AGOLDE	United States	Registered	85/044,247	5/20/2010	4,659,794	12/23/2014	25
Fabric Brand	United States	Registered - Supplemental Register	86/046,968	8/23/2013	4,486,613	2/18/2014	25
Humanity by Citizens of Humanity	United States	Registered	86/316,056	6/20/2014	4,695,023	3/3/2015	41
Citizens of Humanity	Australia	Registered		4/22/2005	1,051,808	12/5/2005	3, 9, 14, 18, 25
"h" Solid Design	Australia	Registered		4/12/2005	1050190	4/4/2006	3, 9, 14, 18, 25
"h" Stitched Design	Australia	Registered		4/18/2005	1051363	5/22/2006	25
Dual Real Pocket Design	Australia	Registered		4/18/2005	1051362	5/22/2006	25

Mark	Country	Status	Serial #	FilingDate	Reg #	RegDate	Classes
Goldsign	Australia	Registered		3/24/2005	1047955	3/24/2005	25
Humanity	Australia Madrid Protocol	Accepted		7/27/2009	1010440	8/11/2011	25
AGOLDE	Australia Madrid Protocol	Filed		11/28/2016			25, 14
Citizens of Humanity	Canada	Registered	1265093	11/3/2009 Revised app submitted	TMA873008	3/11/2014	18, 25
"h" Solid Design	Canada	Registered	1265095	7/15/2005	808284	10/4/2011	25
"h" Stitched Design	Canada	Registered	1265097	7/15/2005	808283	10/4/2011	25
Dual Real Pocket Design	Canada	Registered	1265096	7/15/2005	TMA731884	1/7/2009	25
Goldsign	Canada	Registered	1249611	3/7/2005	TMA749062	9/30/2009	25
AGOLDE	Canada	Filed	1,823,075	2/15/2017			18, 25
Citizens of Humanity	China	Registered	3599571	6/19/2003	3599571	12/7/2005	25
Citizens of Humanity	China	Registered	7978680	1/8/2010	7978680	1/28/2011	25
"h" Solid Design	China	Registered	4598309	4/12/2005	4598309	5/7/2009	25
"h" Solid Design	China	Registered	4598344	4/12/2005	4598344	11/7/2008	3
"h" Solid Design	China	Registered	4598311	4/12/2005	4598311	9/28/2008	14
Goldsign	China	Registered	12723060	6/7/2013	12723060	12/4/2015	25
Humanity	China Madrid Protocol	Granted	Based on US App 77660677	7/27/2009	1010440	7/8/2011	25
AGOLDE	China Madrid Protocol	Filed	Based on US App 87234098	11/28/2016			25, 14
Citizens of Humanity	CIS Countries Madrid Protocol	Granted	Based on US Reg 2940943	3/21/2007	920365	8/14/2008	25

Mark	Country	Status	Serial #	FilingDate	Reg #	RegDate	Classes
"h" Solid Design	CIS Countries Madrid Protocol	Registered	Based on US Reg 3190477	3/28/2007	919462	11/10/2008	25
Citizens of Humanity	European Union (includes Estonia, Latvia, Lithuania)	Registered		2/3/2003	3033040	1/4/2006	18, 25, 35
Citizens of Humanity	European Union	Registered		11/14/2012	11346244	8/7/2015	3, 9, 18, 24, 35
"h" Solid Design	European Union	Registered		4/12/2005	4384641	5/18/2006	3,9,14,18, 25
"h" Stitched Design	European Union	Registered		4/19/2005	4395125	8/24/2006	25
Dual Rear Pocket Design	European Union	Registered		3/14/2005	4338679	8/24/2006	25
Humanity	European Union	Registered		5/21/2009	8314999	5/18/2011	3, 4, 9, 16, 18, 24, 25, 30, 32, 35
Humanity Jeans	European Union	Registered		2/3/2003	3032968	12/8/2004	18, 25, 35
Goldsign	European Union	Registered		2/25/2005	4310181	6/14/2006	9, 18, 25
AGOLDE	European Union Madrid Protocol	Filed	Based on US App 87234098	11/28/2016			25,14
Citizens of Humanity	Hong Kong	Registered			300361773	6/2/2005	25
Goldsign	Hong Kong	Registered			300392094	8/4/2005	25
Citizens of Humanity	India	Registered	1344809	3/15/2005	1344809	3/3/2006	25
"h" Solid Design	India	Registered			1350448	3/18/2009	3, 9, 14, 18, 25
Goldsign	India	Registered	1459257	6/13/2006	691827	6/13/2006	3, 9, 14, 18, 25
Citizens of Humanity	Japan	Registered			4826468	12/17/2004	25

Mark	Country	Status	Serial #	FilingDate	Reg #	RegDate	Classes
Citizens of Humanity	Japan	Registered			4713919	10/3/2003	25
Citizens of Humanity	Japan	Registered			5283839	11/27/2009	35
"h" Solid Design	Japan	Registered			4898327	9/30/2005	3, 9, 14, 18, 25
"h" Solid Design	Japan	Registered			4724002	11/7/2003	25
"h" Stitched Design	Japan	Registered			4763712	4/16/2004	25
Humanity Jeans	Japan	Registered			4749369	2/20/2004	25
Goldsign	Japan	Registered			4909336	11/18/2005	25
Citizens of Humanity	Kazakhstan	Registered		4/11/2007	27360	12/15/2008	25
"h" Solid Design	Kazakhstan	Registered		4/10/2007	27026	11/17/2008	25
Humanity	Korea Madrid Protocol	Registered			1010440	7/27/2009	25
"h" Solid Design	Korea	Registered			661067	5/4/2006	18, 25
Goldsign	Korea	Registered			656384	3/27/2006	25
AGOLDE	Korea Madrid Protocol	Filed	Based on US App 87234098	11/28/2016			25,14
Citizens of Humanity	Mexico	Registered	810453	10/3/2006	1279679	4/17/2012	25
"h" Solid Design	Mexico	Registered	724754	6/23/2005	901887	9/28/2005	25
"h" Stitched Design	Mexico	Registered	724757	6/23/2005	901889	9/28/2005	25
Dual Rear Pocket Design	Mexico	Registered	724756	6/23/2005	901888	9/28/2005	25
Goldsign	Mexico	Registered	714725	4/28/2005	914597	12/20/2005	25
Citizens of Humanity	Monaco Madrid Protocol	Accepted	Based on US Reg 2940943	3/21/2007	920365	3/25/2010	25

Mark	Country	Status	Serial #	FilingDate	Reg #	RegDate	Classes
AGOLDE	New Zealand Madrid Protocol	Filed	Based on US App 87234098	11/28/2016			25,14
Citizens of Humanity	Norway Madrid Protocol	Granted	Based on US Reg 2940943	3/21/2007	920365	11/11/2010	25
Citizens of Humanity	Paraguay	Registered		12/6/2006	304132	10/19/2007	25
Citizens of Humanity	Russian Federation	Registered		4/6/2007	359544	9/11/2008	25
"h" Solid Design	Russian Federation	Registered		4/6/2007	349673	5/8/2008	25
Citizens of Humanity	Switzerland Madrid Protocol	Granted	Based on US Reg 2940943	3/21/2007	920365	5/19/2011	25
AGOLDE	Switzerland Madrid Protocol	Filed	Based on US App 87234098	11/28/2016			25,14
Citizens of Humanity	Taiwan	Registered			1087509	2/16/2004	25
Citizens of Humanity	Thailand	Registered		11/23/2010	Kor348757	5/23/2012	25
Citizens of Humanity	Turkey	Registered			2006/20235	5/4/2006	3, 9, 14, 18, 25, 35, 39
Goldsign	Turkey	Registered			2005/10773	3/28/2005	25
AGOLDE	Turkey Madrid Protocol	Filed	Based on US App 87234098	11/28/2016			25,14
Citizens of Humanity	Ukraine	Registered			96528	9/10/2008	25
"h" Solid Design	Ukraine	Registered			96529	9/10/2008	25

Mark	Country	Status	Serial #	FilingDate	Reg #	RegDate	Classes
AGOLDE	United Kingdom Madrid Protocol	Filed	Based on US App 87234098	11/28/2016			25,14

Trademark Registration and Pending Applications of GETTING BACK TO SQUARE ONE, LLC

Mark	Country	Status	Serial #	FilingDate	Reg #	RegDate	Classes
GBTSO	United States	Registered	87/242,047	11/18/2016	5,228,026	6/20/2017	25
GETTINGBACKTOSQUARE ONE	United States	Registered	87/242,047	11/18/2016	5,222,646	6/13/2017	25
GETTINGBACKTOSQUARE ONE	European Union Madrid Protocol	Published 1/13/2017	Based on US App 87242047	11/23/2016	1328241	Should issue if no opp'n. filed by 5/13/17	25
GBTSO	European Union Madrid Protocol	Published 1/13/2017	Based on US App 87226872	11/30/2016	1328243	Should issue if no opp'n. filed by 5/13/17	25
GETTINGBACKTOSQUARE ONE	China Madrid Protocol	Filed	Based on US App 87226872	2/28/2017	1328243		
GETTINGBACKTOSQUARE ONE	Switzerland Madrid Protocol	Filed	Based on US App 87242047	11/23/2016	1328241		25
GBTSO	Switzerland Madrid Protocol	Filed	Based on US App 87226872	11/30/2016	1328243		25
GETTINGBACKTOSQUARE ONE	United Kingdom Madrid Protocol	Granted	Based on US App 87242047	11/23/2016	1328241		25
GBTSO	United Kingdom Madrid Protocol	Granted	Based on US App 87226872	11/30/2016	1328243		25